

QUARTERLY STATEMENT

AS OF JUNE 30, 2007
OF THE CONDITION AND AFFAIRS OF THE

UnitedHealthcare Plan of the River Valley, Inc.

Option 105278 | Employer's ID Number | 36-3379945

(Current Pe			Company Code	95378 Emplo	oyer's ID Number	36-3379945
Organized under the Laws of		,	, State of	Domicile or Port of E	Intry Illin	nois
Country of Domicile			United St	ates		
Licensed as business type: Lif	e, Accident & Healt	h[] F	Property/Casualty []	Dental Service	Corporation []	
• • • • • • • • • • • • • • • • • • • •	sion Service Corpor		Other[]		ance Organization [X]	
	ospital, Medical & De		• •		ally Qualified? Yes []	No [X]
ncorporated/Organized	08/05/1985		Commenced Busines	·	12/19/1985	10[X]
Statutory Home Office		•	Commenced Busines	<u> </u>	Moline, IL 61265	
Statutory Home Office		treet and Number)	. ,	(C	ity or Town, State and Zip Code	•)
Main Administrative Office	•	,		Moline. IL 61265) 9-736-4600
viair / tariii ilotrativo o ilioo	(Street and		(City	or Town, State and Zip Co		e) (Telephone Number)
Mail Address	1300 River Drive.	Suite 200		M	oline, IL 61265	
	(Street and Number or	r P.O. Box)			Town, State and Zip Code)	
Primary Location of Books and F	ecords	1300 River Driv		Moline, IL 6126		9-757-6285
		(Street and Numbe	,	(City or Town, State and Z	(Area Code	e) (Telephone Number)
Internet Website Address			UHCRiver\	/alley.com		
Statutory Statement Contact	Joa	an G. Mincer			309-757-6285	
<u> </u>		(Name)			e) (Telephone Number) (Extens	ion)
	incer@UHC.com				250-1769	
,	Mail Address)	Divor Drivo	A	,	x Number)	26 4600
Policyowner Relations Contact _		River Drive t and Number)		Noline, IL 61265 Town, State and Zip Code		36-4600 one Number) (Extension)
	(311661	•	, ,	Town, State and Zip Code,	(Alea Code) (Telephi	ile Nulliber) (Extension)
			OFFICERS		_	
Name		Title		Name		itle
Richard Lowell Bartsh M.D.		President	Jame	es Alan Cousins	, Trea	surer
Victoria Jane Graves		Secretary				
Bruce Chase Steffens M.D.	, Chief	Medical Officer	ER OFFICERS Daniel PRS OR TRUS	Roger Kueter #	, Executive V	ice President
Richard Lowell Bartsh M.D.	lames	Edward Hecker		neth Appelgate Ph.[). Cathie Sue	Whiteside
Victoria Jean Kauzlarich		st Gegory Burke	William	n Ernest Moeller	James Alan	
Thomas Patrick Wiffler		ase Steffens M.D				
State of	Islandeing duly sworn, each sets were the absolute exhibits, schedules and id reporting entity as o IIC Annual Statement I differences in reportin of this attestation by t	n depose and say the property of the said dexplanations there of the reporting perionstructions and Accign of related to accide described officer	d reporting entity, free and pein contained, annexed or od stated above, and of its counting Practices and Pro counting practices and pro rs also includes the relate	I clear from any liens or referred to, is a full and s income and deduction ocedures manual excep- cedures, according to the d corresponding electros	claims thereon, except as true statement of all the as is therefrom for the period to the extent that: (1) state he best of their information, onic filing with the NAIC, wh	herein stated, and that sets and liabilities and ended, and have been e law may differ; or, (2 knowledge and belief nen required, that is an
Richard Lowell Bartsl President Subscribed and sworn to before 9 day of	,	Ja	ames Alan Cousins Treasurer	2. Date filed	amendment number	Yes [X] No [
Mary Ann Vickers, Executive Ac 10/02/2007	ministrative Assista	ant				

ASSETS

					1
		1	Current Statement Date 2	3	4
		1	2	3	December 31
				Net Admitted Assets	Prior Year Net
		Assets	Nonadmitted Assets	(Cols. 1 - 2)	Admitted Assets
1.	Bonds	189,674,258		189,674,258	166 , 667 , 269
2.	Stocks:				
	2.1 Preferred stocks			0	0
	2.2 Common stocks				n
•					
3.	Mortgage loans on real estate:				
	3.1 First liens			0	0
	3.2 Other than first liens			0	0
4.	Real estate:				
	4.1 Properties occupied by the company (less				
	\$encumbrances)			0	0
	•				
	4.2 Properties held for the production of income				
	(less \$ encumbrances)	-		0	0
	4.3 Properties held for sale (less				
	\$ encumbrances)			0	0
5	Cash (\$752,704),				
٥.					
	cash equivalents (\$115,988,872)			1	
	and short-term investments (\$55,949,953)	172,691,530		172,691,530	208,544,078
6.	Contract loans, (including \$premium notes)			0	0
	Other invested assets				
	Receivables for securities	· ·			
	Aggregate write-ins for invested assets			0	
10.	Subtotals, cash and invested assets (Lines 1 to 9)	362,385,788	0	362,385,788	375 , 231 , 333
11.	Title plants less \$				
	only)			0	0
12	Investment income due and accrued			2,033,030	
				2,000,000	1,732,100
13.	Premiums and considerations:				
	13.1 Uncollected premiums and agents' balances in the course of				
	collection	16,768,250	168,268	16,599,982	9 , 635 , 773
	13.2 Deferred premiums, agents' balances and installments booked but				
	deferred and not yet due (including \$earned				0
	but unbilled premiums)			J	0
	13.3 Accrued retrospective premiums			0	0
14.	Reinsurance:				
	14.1 Amounts recoverable from reinsurers			0	0
	14.2 Funds held by or deposited with reinsured companies			0	0
	14.3 Other amounts receivable under reinsurance contracts				0
45					
	Amounts receivable relating to uninsured plans				
	Current federal and foreign income tax recoverable and interest thereon				
16.2	Net deferred tax asset		53,403,330	6,925,377	0
17.	Guaranty funds receivable or on deposit			0	0
18.	Electronic data processing equipment and software			0	0
	Furniture and equipment, including health care delivery assets				
13.					0
_	(\$)				J
	Net adjustment in assets and liabilities due to foreign exchange rates				0
21.	Receivables from parent, subsidiaries and affiliates		ļ	0	0
	Health care (\$) and other amounts receivable			0	0
23.	Aggregate write-ins for other than invested assets	6.994.755	0	6,994,755	625,000
	Total assets excluding Separate Accounts, Segregated Accounts and	, , , , , , , , , , , , , , , , ,]	
۷4.		AE1 10E A77	EO E74 E00	207 EE2 070	207 AGE 407
	Protected Cell Accounts (Lines 10 to 23)	451,125,477	53,571,598	397,553,879	387,465,127
25.	From Separate Accounts, Segregated Accounts and Protected				
	Cell Accounts			0	0
26.	Total (Lines 24 and 25)	451,125,477	53,571,598	397,553,879	387,465,127
	DETAILS OF WRITE-INS				
0001					
0998.	Summary of remaining write-ins for Line 9 from overflow page	0	0	0	0
	Totals (Lines 0901 through 0903 plus 0998)(Line 9 above)	0		0	0
	Receivable from Litigation	375 000		375,000	625 000
	· · · · · · · · · · · · · · · · · · ·			· · · · · · · · · · · · · · · · · · ·	· .
	Medicare Part D.			4,970,193	0
	FEHB Receivable			1,296,246	0
2398.	Summary of remaining write-ins for Line 23 from overflow page	353,316	0	353,316	0
0000	Totals (Lines 2301 through 2303 plus 2398)(Line 23 above)	6,994,755	0	6,994,755	625,000

${\bf STATEMENT\ AS\ OF\ JUNE\ 30,\ 2007\ OF\ THE\ United Health care\ Plan\ of\ the\ River\ Valley,\ Inc.}$

LIABILITIES, CAPITAL AND SURPLUS

	LIABILITIES, OAI		Current Period		Prior Year
		1 Covered	2 Uncovered	3 Total	4 Total
1	Claims unpaid (less \$0 reinsurance ceded)		10,659,927		
	Accrued medical incentive pool and bonus amounts		10,000,321		544,499
	Unpaid claims adjustment expenses				
4.	Aggregate health policy reserves				
	Aggregate life policy reserves				0
	Property/casualty unearned premium reserve				
	Aggregate health claim reserves				
	Premiums received in advance				
	General expenses due or accrued				
	Current federal and foreign income tax payable and interest thereon (including				2,100,011
10.1	\$			0	2 698 000
10.2	Net deferred tax liability				
	Ceded reinsurance premiums payable				
	Amounts withheld or retained for the account of others				
	Remittances and items not allocated				0
	Borrowed money (including \$				
1-7.	interest thereon \$ (including				
				0	0
15	\$ current) Amounts due to parent, subsidiaries and affiliates				
	Payable for securities				0
	Funds held under reinsurance treaties with (\$				
17.	authorized reinsurers and \$				
	· ·			0	0
10	reinsurers)				
	Reinsurance in unauthorized companies				0
	Net adjustments in assets and liabilities due to foreign exchange rates				
	Liability for amounts held under uninsured plans			11,213,097	4, 137, 399
21.	Aggregate write-ins for other liabilities (including \$		0	0	0
00	current)				
	Aggregate write-ins for special surplus funds				
	Aggregate write-ins for special surplus funds				
	Preferred capital stock Gross paid in and contributed surplus				
	Surplus notes				
	Aggregate write-ins for other than special surplus funds				
	Unassigned funds (surplus)	XXX	XXX	104,922,009	110,307,399
	Less treasury stock, at cost:				
	30.1shares common (value included in Line 24)	2004	2007		0
	\$)	XXX	XXX		0
	30.2shares preferred (value included in Line 25)				
	\$)				
	Total capital and surplus (Lines 23 to 29 minus Line 30)		XXX		
32.	Total liabilities, capital and surplus (Lines 22 and 31)	XXX	XXX	397,553,879	387,465,127
	DETAILS OF WRITE-INS				
	Payables From Cost Contracts				0
	Payable to CMS				0
	State Income Taxes Payable				0
2198.	Summary of remaining write-ins for Line 21 from overflow page	0	0	0	0
2199.	Totals (Lines 2101 thru 2103 plus 2198) (Line 21 above)	0	0	0	0
2302.		xxx	xxx		
2303.					
2398.	Summary of remaining write-ins for Line 23 from overflow page	xxx	xxx	0	0
2399.	Totals (Lines 2301 thru 2303 plus 2398) (Line 23 above)	XXX	XXX	0	0
2801.	Reserve and Restricted Funds	xxx	xxx	1,500,000	1,500,000
2802.		xxx	xxx		
2803.		xxx	xxx		
2898.	Summary of remaining write-ins for Line 28 from overflow page	xxx	xxx	0	0
2899.	Totals (Lines 2801 thru 2803 plus 2898) (Line 28 above)	XXX	XXX	1,500,000	1,500,000

STATEMENT OF REVENUE AND EXPENSES

	STATEMENT OF REVENUE AN	Current Year	Prior Year To Date	
		1 Uncovered	2 Total	3 Total
1.	Member Months.		1,506,880	1,102,330
	Net premium income (including \$			
	Change in unearned premium reserves and reserve for rate credits			
	Fee-for-service (net of \$ medical expenses)			
5.	Risk revenue			
6.	Aggregate write-ins for other health care related revenues			
7.				
	Total revenues (Lines 2 to 7)			
٥.				
	Hospital and Medical:			
9.	Hospital/medical benefits	23,383,656	354,386,719	245,631,255
10.	·			
11.	·			0
12.	Emergency room and out-of-area			
13.	Prescription drugs			
14.	Aggregate write-ins for other hospital and medical.			0
15.	Incentive pool, withhold adjustments and bonus amounts			
	Subtotal (Lines 9 to 15)			
		, ,		, ,
	Less:			
17.	Net reinsurance recoveries		137 , 516	399,791
18.	Total hospital and medical (Lines 16 minus 17)			
19.	Non-health claims (net)			
20.	Claims adjustment expenses, including \$ 1,232,614cost containment expenses			
21.	General administrative expenses.			
22.	Increase in reserves for life and accident and health contracts including			
	\$increase in reserves for life only)			0
23.	Total underwriting deductions (Lines 18 through 22)			
24.	Net underwriting gain or (loss) (Lines 8 minus 23)			20,668,844
25.	Net investment income earned			5,810,192
26.	Net realized capital gains (losses) less capital gains tax of \$, ,	, ,
27.	Net investment gains (losses) (Lines 25 plus 26)			
28.	Net gain or (loss) from agents' or premium balances charged off [(amount recovered			
	\$) (amount charged off \$			0
29.	Aggregate write-ins for other income or expenses		0	100,000
	Net income or (loss) after capital gains tax and before all other federal income taxes (Lines 24 plus			,
	27 plus 28 plus 29)	XXX	34 , 727 , 229	24,365,438
31.	Federal and foreign income taxes incurred	XXX	5,059,227	8,554,818
32.	Net income (loss) (Lines 30 minus 31)	XXX	29,668,002	15,810,620
	DETAILS OF WRITE-INS			
0601.		XXX		0
0602.		XXX		0
0603.		XXX		
0698.	Summary of remaining write-ins for Line 6 from overflow page	XXX	0	0
0699.	Totals (Lines 0601 thru 0603 plus 0698) (Line 6 above)	XXX	0	0
0701.		XXX		
0702.		XXX		
0703.		xxx		
0798.	Summary of remaining write-ins for Line 7 from overflow page	XXX	0	0
0799.	Totals (Lines 0701 thru 0703 plus 0798) (Line 7 above)	XXX	0	0
1401.				
1402.				
1403.				
1498.	Summary of remaining write-ins for Line 14 from overflow page	0	0	0
1499.	Totals (Lines 1401 thru 1403 plus 1498) (Line 14 above)	0	0	0
2901.	Fines & Penalties - Regulatory Authorities			100,000
2902.				0
2903.				0
2998.	Summary of remaining write-ins for Line 29 from overflow page		0	0
	Totals (Lines 2901 thru 2903 plus 2998) (Line 29 above)	0	0	100,000

STATEMENT OF REVENUE AND EXPENSES (Continued)

	STATEMENT OF REVENUE AND EX	1 Current Year to Date	2 Prior Year to Date	3 Prior Year
	CAPITAL AND SURPLUS ACCOUNT:			
33.	Capital and surplus prior reporting year	157,938,400	115,392,340	115,392,342
34.	Net income or (loss) from Line 32	29,668,002	15,810,620	41,527,571
35.	Change in valuation basis of aggregate policy and claim reserves		0	0
36.	Change in net unrealized capital gains (losses) less capital gains tax of \$		0	0
37.	Change in net unrealized foreign exchange capital gain or (loss)		0	0
38.	Change in net deferred income tax			
39.	Change in nonadmitted assets	(53,461,239)	1,086,563	1,018,487
40.	Change in unauthorized reinsurance	0	0	0
41.	Change in treasury stock		0	0
42.	Change in surplus notes	0	0	0
43.	Cumulative effect of changes in accounting principles		0	0
44.	Capital Changes:			
	44.1 Paid in		0	0
	44.2 Transferred from surplus (Stock Dividend)		0	0
	44.3 Transferred to surplus		0	0
45.	Surplus adjustments:			
	45.1 Paid in		0	0
	45.2 Transferred to capital (Stock Dividend)	0	0	0
	45.3 Transferred from capital		0	0
46.	Dividends to stockholders		0	0
47.	Aggregate write-ins for gains or (losses) in surplus	0	0	0
48.	Net change in capital & surplus (Lines 34 to 47)	36,535,470	16,897,183	42,546,058
49.	Capital and surplus end of reporting period (Line 33 plus 48)	194,473,870	132,289,523	157,938,400
	DETAILS OF WRITE-INS			
4701.	Change in Non-Admitted assets Affecting Net Income		0	0
4702.	Change in Accrual affecting Net Income		0	0
4703.			0	0
4798.	Summary of remaining write-ins for Line 47 from overflow page	0	0	0
4799.	Totals (Lines 4701 thru 4703 plus 4798) (Line 47 above)	0	0	0

Wildlie Termessee CRA 2.30.14.3.3 and 2.30.14.3.4	Current Period	Year-To-Date Total	Previous Year Total
Member Months	531,712	531,712	
Revenues:			
TennCare Capitation Investment	120,906,892	120,906,892	-
Other Revenues	70,000	70,000	-
Total Estimated Revenues	120,976,892	120,976,892	-
Expenses:		120,570,032	<u>-</u> _
Hospital and Medical (w/o Mental Health) Capitated Physician Services			
Fee-for Service Physician Services	39,176,844	- 39,176,844	•
Inpatient Hospital Services Outpatient Hospital Services	23,459,859	23,459,859	•
Emergency Room Services	13,610,482 10,916,465	13,610,482	-
Dental Services	10,510,405	10,916,465	-
Vision Services Pharmacy Services	561,820	561,820	•
Home Health Services	-	-	-
Chiropractic Services	-	-	-
Radiology Services Laboratory Services	3,057,106	3,057,106	-
Durable Medical Equipment Services	2,095,987 724,149	2,095,987 724,149	-
Transportation Services	4,504,169	4,504,169	<u> </u>
Outside Referrals Medical Incentive Pool and Withhold Adj	•	-	•
Occupancy, Depreciation and Amortization	-	-	-
Other Medical and Hospital Services - Write-Ins	71,177	71,177	
Subtotal Medical and Hospital Mental Health and Substance Abuse Services	98,178,058	98,178,058	-
Inpatient Psychiatric Facility Services	2,452,423	2,452,423	_
Inpatient Substance Abuse Treatment and Detox	184,716	184,716	•
Outpatient Mental Health Services Outpatient Substance Abuse Treatment and Detox	2,532,183	2,532,183	-
Housing/Residential Treatment	290,972	290,972	
Specialized Crisis Services Psychiatric Rehab and Support Services	-	-	-
Case Management	8,142,646	- 8,142,646	-
Forensics	-	0,142,040	•
Other Judicial Pharmacy	-	-	-
Lab Services	-		-
Transportation	337,632	337,632	-
Medical Incentive Pool and Withhold Adjustments Occupancy, Depreciation and Amortization	-	-	•
Other Mental Health and Substance Abuse Services	1,831,963	- 1,831,963	-
PCP and Specialist Servcies	-	,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	•
Other Mental Health Services - Write-Ins Subtotal MH&SAS	15,772,536	15 772 526	-
Subtotal Hospital, Medical, MH&SAS	113,950,594	15,772,536 113,950,594	
LESS: Net Reinsurance Recoveries Incurred			
Copayments	-	•	-
Subrogation and Corrdination of Benefits			-
Subtotal Reinsurance, Copay, Subrogation Total Hospital, Medical, MHS&S	113,950,594		-
Administation:	113,950,594	113,950,594	-
Compensation	2,119,740	2,119,740	-
Marketing Interest Expense	57,999	57,999	-
Premium Tax Expense	2,418,138	2,418,138	-
Occupancy, Depreciation, and Amortization Other Administration - Write-Ins	168,665	168,665	-
Total Administration Expenses	8,535,217 13,299,758	8,535,217 13,299,758	•
Total Expenses	127,250,352	127,250,352	
Extraordinary Item Provision for Income Tax	(0.405.744)	-	
Net Income (Loss)	(2,195,711) (4,077,749)	(2,195,711) (4,077,749)	
Write-Ins for Other Expense Detail of Other Medical and Hospital:			
Other Capitated Services	71,177	71,177	-
	-	• · · · · •	-
Total Other Medical and Hospital	71,177	71,177	-
Detail of Other MH and SAS:		71,177	•
	-	-	-
	-	-	-
Total Other MH and SAS	•		<u> </u>
Detail of Other Administration: Billing & Enrollment and Claims Operations	0.000 7:0		
Customer and Provider Services	3,089,749 2,074,057	3,089,749 2,074,057	-
Infrastructure and Support	3,371,411	3,371,411	
Total Other Administration	8,535,217	8,535,217	-

Report #2A: TENNCARE OPERATIONS STATEMENT OF REVENUES AND EXPENSES

	1	FENSES		
	20	2007		
			2006	
	CURRENT	YEAR TO DATE		
	PERIOD	TOTAL	TOTAL	
MEMBER MONTHS REVENUES:	289,160	528,104	956,836	
TennCare Capitation Adverse Selection	44,931,496	\$87,448,291	\$170,121,407	
Total TennCare Revenue (Lines 1 and 2)	44,931,496	97 449 204	0	
4. Investment	35,591	87,448,291 91,635	170,121,407	
Other Revenue (Provide detail)	0	91,033	207,003	
6. TOTAL REVENUES (Lines 3 to 5)	44,967,087	87,539,926	170,328,410	
EXPENSES:				
Medical and Hospital Services:	1			
7. Capitated Physician Services	o	0	0	
8. Fee-for Service Physician Services	13,599,567	26,880,668	52,528,754	
9 Inpatient Hospital Services	7,502,872	13,123,814	38,023,062	
16. Outpatient Services	15,309,300	31,199,176	24,848,014	
11. Emergency Room Services12. Mental Health Services	0	0	17,072,203	
13. Dental Services	0	0	0	
14. Vision Services	0	0	0	
15 Pharmacy Services	64,501	303,399	532,519	
16 Home Health Services	1,859,900	3 451 600	(20,334)	
17. Chiropractic Services	0000,000	3,451,699	7,261,770	
18. Radiology Services	989,762	1,836,852	0 3,864,415	
19. Laboratory Services	1,251,804	2,323,163	4,887,527	
20 Durable Medical Equipment Services	0	0	5,311,105	
21. Transportation Services	431,596	843,997	1,660,244	
22. Outside Referrals	0	0	0	
23. Medical Incentive Pool and Withhold Adjustments24. Occupancy, Depreciation, and Amortization	0	0	0	
25 Other Medical and Hospital Services (Provide Detail)	0	0	0	
26. Subtotal (Lines 7 to 25)	201,926 41,211,228	224,368	81,989	
LESS:	41,211,220	80,187,137	156,051,268	
27. Net Reinsurance Recoveries Incurred			0	
28. Copayments	o	0	0	
29. Subrogation and Coordination of Benefits	ol	ő	0	
30. Subtotal (Lines 27 to 29)	0	o	0	
31 TOTAL MEDICAL AND HOSPITAL (Lines 26 minus line 30)	41,211,228	80,187,137	156,051,268	
Administration:				
32. Compensation	2,521,515	4,990,873	9,777,453	
33. Marketing	76,681	151,777	297,341	
34. Interest Expense35. Premium Tax Expense	o	0	0	
36. Occupancy, Depreciation and Amortization	952,397	1,803,854	3,406,408	
37. Other Administration (Provide detail)	205,266	406,285	795,940	
·		\	0	
38. TOTAL ADMINISTRATION (Lines 32 to 37)	3,755,859	7,352,789	14,277,142	
39. TOTAL EXPENSES (Lines 31 and 38)	44,967,087	87,539,926	170,328,410	
40. Extraordinary Item				
41. Provision for Income Tax	(0)	О	0	
42. NET INCOME (LOSS) (Line 6 less Lines 39, 40, and 41)	\$0	\$0	\$0	
Write-ins:				
REVENUES:				
Line 5 Contractual Recoveries		_		
Line 5 Deferral of Revenue for Administration fee Risk		0	0	
EXPENSES:		٥	0	
Line 25 Reinsurance Expense	o	0	0	
Line 25 Nurseline	201,916	224,368	81,989	
Line 37 Fines & Penalties- Regulatory Authorities	예	0	0	

Report #2A: TENNCARE OPERATIONS STATEMENT OF REVENUES AND EXPENSES

	TEMETAL OF KEVE	THE THE REVENUES AND EXP			
	20	2007			
	CURRENT	YEAR TO DATE	2006		
	PERIOD	TOTAL	TOTAL		
MEMBER MONTHS REVENUES:	289,160				
TennCare Capitation	44.00		930,030		
Adverse Selection	44,931,496	\$87,448,291	\$170,121,407		
 Total TennCare Revenue (Lines 1 and 2) Investment 	44,931,496	0 87,448,291	0 170,121,407		
Other Revenue (Provide detail)	35,591	91,635	207,003		
6. TOTAL REVENUES (Lines 3 to 5)	0 44,967,087	0 87,539,926	0		
EXPENSES:		01,000,920	170,328,410		
Medical and Hospital Services:					
7. Capitated Physician Services					
8. Fee-for Service Physician Services	13,599,567	26,880,668	0 52,528,754		
Impatient Hospital Services Outpatient Services	7,502,872	13,123,814	38,023,062		
11. Emergency Room Services	15,309,300	31,199,176	24,848,014		
12. Mental Health Services	0	0	17,072,203		
13. Dental Services	0	o	0		
14. Vision Services	0	0	0		
15. Plannacy Services	64,501	303,399	532,519		
16 Home Health Services	0	0	(20,334)		
17. Chiropractic Services	1,859,900	3,451,699	7,261,770		
18. Radiology Services	0	0	0		
19. Laboratory Services	989,762	1,836,852	3,864,415		
20. Durable Medical Equipment Services	1,251,804	2,323,163	4,887,527		
21 Transportation Services	431,596	0 0	5,311,105		
22. Outside Referrals	101,550	843,997	1,660,244		
23. Medical Incentive Pool and Withhold Adjustments	o l		0		
24. Occupancy, Depreciation, and Amortization	0	ő	0		
Other Medical and Hospital Services (Provide Detail)Subtotal (Lines 7 to 25)	201,926	224,368	81,989		
LESS:	41,211,228	80,187,137	156,051,268		
27. Net Reinsurance Recoveries Incurred			1,00		
28. Copayments	o	o	0		
29. Subrogation and Coordination of Benefits	o o	o	0		
30. Subtotal (Lines 27 to 29)	0	o	0		
·	0	O	0		
31 TOTAL MEDICAL AND HOSPITAL (Lines 26 minus line 30)	41,211,228	80,187,137	156,051,268		
Administration:					
32. Compensation	2,521,515	4,990,873	0.777.470		
 Marketing Interest Expense 	76,681	151,777	9,777,453		
5. Premium Tax Expense	o	101,777	297,341		
6. Occupancy, Depreciation and Amortization	952,397	1,803,854	0 3,406,408		
7. Other Administration (Provide detail)	205,266	406,285	795,940		
(i Tovide detail)	0	o	0		
3. TOTAL ADMINISTRATION (Lines 32 to 37)	3,755,859	7.050 700	<u> </u>		
P. TOTAL EXPENSES (Lines 31 and 38)		7,352,789	14,277,142		
	44,967,087	87,539,926	170,328,410		
D. Extraordinary Item					
1. Provision for Income Tax	(0)	o	0		
2. NET INCOME (LOSS) (Line 6 less Lines 39, 40, and 41)	\$0	\$0	\$0		
rite-ins:					
REVENUES:	1				
ne 5 Contractual Recoveries	oll	٥١	o .		
ne 5 Deferral of Revenue for Administration fee Risk EXPENSES:	o	ő	0		
e 25 Reinsurance Expense		Ĭ	U		
ne 25 Nurseline	o	o	0		
ne 37 Fines & Penalties- Regulatory Authorities	201,916	224,368	81,989		
regulatory radiioniles	0	0 ∥	0		

	Current Period	Year-To-Date Total	Previous Year Total	
Member Months	531,712	531,712		
Revenues:				
TennCare Capitation Investment	120,906,892 70,000	120,906,892 70,000		
Other Revenues Total Estimated Revenues	- 400.070.000	<u> </u>	<u> </u>	
Expenses:	120,976,892	120,976,892		
Hospital and Medical (w/o Mental Health) Capitated Physician Services	-	-	_	
Fee-for Service Physician Services Inpatient Hospital Services	39,176,844	39,176,844	-	
Outpatient Hospital Services	23,459,859 13,610,482	23,459,859 13,610,482	-	
Emergency Room Services	10,916,465	10,916,465	- -	
Dental Services Vision Services	-	•	-	
Pharmacy Services	561,820	561,820	•	
Home Health Services	•		-	
Chiropractic Services Radiology Services	2.057.400		-	
Laboratory Services	3,057,106 2,095,987	3,057,106 2,095,987	-	
Durable Medical Equipment Services	724,149	724,149	•	
Transportation Services Outside Referrals	4,504,169	4,504,169		
Medical Incentive Pool and Withhold Adj	-	-	•	
Occupancy, Depreciation and Amortization	- -	-	•	
Other Medical and Hospital Services - Write-Ins	71,177	71,177		
Subtotal Medical and Hospital Mental Health and Substance Abuse Services	98,178,058	98,178,058	-	
Inpatient Psychiatric Facility Services	2,452,423	2,452,423	-	
Inpatient Substance Abuse Treatment and Detox Outpatient Mental Health Services	184,716	184,716	-	
Outpatient Nettal Health Services Outpatient Substance Abuse Treatment and Detox	2,532,183	2,532,183	-	
Housing/Residential Treatment	290,972	290,972	•	
Specialized Crisis Services	-	•	-	
Psychiatric Rehab and Support Services Case Management	- 8,142,646	- 8,142,646	-	
Forensics	-	0,142,040	-	
Other Judicial Pharmacy	•	-	-	
Lab Services	• •	-	-	
Transportation	337,632	337,632	• •	
Medical Incentive Pool and Withhold Adjustments	-	-	•	
Occupancy, Depreciation and Amortization Other Mental Health and Substance Abuse Services	- 1,831,963	- 1,831,963	-	
PCP and Specialist Servcies	-	1,001,500	•	
Other Mental Health Services - Write-Ins Subtotal MH&SAS	45 770 500	45 770 500	-	
Subtotal Hospital, Medical, MH&SAS	15,772,536 113,950,594	15,772,536 113,950,594	1	
LESS:				
Net Reinsurance Recoveries Incurred Copayments	-	-	-	
Subrogation and Corrdination of Benefits	· -	-	-	
Subtotal Reinsurance, Copay, Subrogation	-	-	-	
Total Hospital, Medical, MHS&S Administation:	113,950,594	113,950,594		
Compensation	2,119,740	2,119,740	-	
Marketing	57,999	57,999	-	
Interest Expense Premium Tax Expense	- 2,418,138	2,418,138	-	
Occupancy, Depreciation, and Amortization	168,665	168,665	-	
Other Administration - Write-Ins Total Administration Expenses	8,535,217	8,535,217	-	
Total Expenses	13,299,758 127,250,352	13,299,758 127,250,352	· •	
Extraordinary Item	-	- 127,200,002	-	
Provision for Income Tax Net Income (Loss)	(2,195,711)	(2,195,711)	-	
Het moone (Loss)	(4,077,749)	(4,077,749)		
Write-Ins for Other Expense				
Detail of Other Medical and Hospital: Other Capitated Services	71,177	74 477		
	-	71,177	•	
Total Other Medical and Herrital	-		•	
Total Other Medical and Hospital Detail of Other MH and SAS:	71,177	71,177		
or only initially one.	-	-		
	-	-	•	
Total Other MH and SAS			<u>·</u>	
Detail of Other Administration:			-	
Billing & Enrollment and Claims Operations	3,089,749	3,089,749	-	
Customer and Provider Services Infrastructure and Support	2,074,057 3 371 411	2,074,057	-	
Total Other Administration	3,371,411 8,535,217	3,371,411 8,535,217		
	-,-,-,-,-			

CASH FLOW

		1	2
		Current Year	Prior Year Ended
		To Date	December 31
	Cash from Operations		
	emiums collected net of reinsurance		, ,
	t investment income		8,925,193
	scellaneous income		0
	tal (Lines 1 to 3)		740,810,411
	nefits and loss related payments	, ,	608,138,627
	t transfers to Separate Accounts, Segregated Accounts and Protected Cell Accounts		0
	mmissions, expenses paid and aggregate write-ins for deductions		70 , 437 , 131
8. Div	ridends paid to policyholders		•
	deral and foreign income taxes paid (recovered) net of \$	11,598,635	23,232,341
	tal (Lines 5 through 9)		701,808,099
11. Net	t cash from operations (Line 4 minus Line 10)	99,962,723	39,002,312
	Cash from Investments		
	oceeds from investments sold, matured or repaid:		
12.	1 Bonds		135,987,318
12.	2 Stocks		0
	3 Mortgage loans		0
	4 Real estate		0
	5 Other invested assets		0
	6 Net gains or (losses) on cash, cash equivalents and short-term investments		0
	7 Miscellaneous proceeds		105.007.010
	8 Total investment proceeds (Lines 12.1 to 12.7)	27 , 312 , 388	135,987,318
	st of investments acquired (long-term only):	50 440 404	407 505 500
	1 Bonds		
	2 Stocks	_	0
	3 Mortgage loans		
	4 Real estate		0
			U
	6 Miscellaneous applications		107,505,526
	7 Total investments acquired (Lines 13.1 to 13.6)		107,500,520
	t increase (or decrease) in contract loans and premium notes	0	00 404 7 00
15. Net	t cash from investments (Line 12.8 minus Line 13.7 and Line 14)	(22,828,076)	28,481,792
16 0	Cash from Financing and Miscellaneous Sources		
	sh provided (applied): 1 Surplus notes, capital notes	0	0
	2 Capital and paid in surplus, less treasury stock.		Λ
	3 Borrowed funds		0
	4 Net deposits on deposit-type contracts and other insurance liabilities		0
	5 Dividends to stockholders		n
	6 Other cash provided (applied).	(440 007 400)	120,266,501
	t cash from financing and miscellaneous sources (Line 16.1 through Line 16.4 minus Line 16.5 plus Line 16.6)		
1461	RECONCILIATION OF CASH, CASH EQUIVALENTS AND SHORT-TERM INVESTMENTS	(112,001,100)	120,200,001
18 Net	t change in cash, cash equivalents and short-term investments (Line 11, plus Lines 15 and 17)	(35, 852, 549)	187 750 605
	sh, cash equivalents and short-term investments:	(00,002,040)	
	1 Beginning of year	208,544,078	20,793,473
	2 End of period (Line 18 plus Line 19.1)	172,691,529	208,544,078
10.1		2,001,020	200,01.,010

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION										
	1	Compreh (Hospital &	ensive Medical)	4	5	6	7	8	9	10
	Total	2 Individual	3 Group	Medicare Supplement	Vision Only	Dental Only	Federal Employees Health Benefit Plan	Title XVIII Medicare	Title XIX Medicaid	Other
Total Members at end of:										
1. Prior Year	178,451	0	148,298	0		0	0	30 , 153	0	(
2 First Quarter	189,329	0	155,091	0		0	0	34,238	0	
3 Second Quarter	330,621		118 , 787					33 , 178	178,656	
4. Third Quarter	0									
5. Current Year	0									
6 Current Year Member Months	1,506,880		782,924					195,852	528,104	
Total Member Ambulatory Encounters for Period:										
7. Physician	707 ,330		333,213					212 , 159	161,958	
8. Non-Physician	98,345		56,098					18,896	23,351	
9. Total	805,675	0	389,311	0		0	0	231,055	185,309	
10. Hospital Patient Days Incurred	78,571		19,172					39,964	19,435	
11. Number of Inpatient Admissions	14,398		4,576					5,675	4 , 147	
12. Health Premiums Written	488,633,193		194,795,337				5,967,975	166,962,988	120,906,893	
13. Life Premiums Direct	0									
14. Property/Casualty Premiums Written	0									
15. Health Premiums Earned	488,633,193		194,795,337				5,967,975	166,962,988	120,906,893	
16. Property/Casualty Premiums Earned	0									
Amount Paid for Provision of Health Care Services	342,765,469		158,613,384				5 , 467 , 568	131 , 175 , 050	47 , 509 , 467	
18. Amount Incurred for Provision of Health Care Services	399,055,380		149,717,758				5,454,326	132,434,433	111,448,863	

⁽a) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$

CLAIMS UNPAID AND INCENTIVE POOL, WITHHOLD AND BONUS (Reported and Unreported)

	Aging Analysis of Unpaid	l Claims	` '		•	
1	2	3	4	5	6	7
Account	1 - 30 Days	31 - 60 Days	61 - 90 Days	91 - 120 Days	Over 120 Days	Total
Claims Unpaid (Reported)						
	-					
	 					
0199999 Individually Listed Claims Unpaid	0	0	0	0	0	0
0299999 Aggregate Accounts Not Individually Listed-Uncovered						0
0399999 Aggregate Accounts Not Individually Listed-Covered						0
0499999 Subtotals	0	0	0	0	0	0
0599999 Unreported Claims and Other Claim Reserves	XXX	XXX	XXX	XXX	XXX	117,536,696
0699999 Total Amounts Withheld	XXX	XXX	XXX	XXX	XXX	25,166,482
0799999 Total Claims Unpaid	XXX	XXX	XXX	XXX	XXX	142,703,178
0899999 Accrued Medical Incentive Pool and Bonus Amounts	XXX	XXX	XXX	XXX	XXX	770,499

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STATEMENT AS OF JUNE 30, 2007 OF THE UnitedHealthcare Plan of the River Valley, Inc.

UNDERWRITING AND INVESTMENT EXHIBIT

ANALYSIS OF CLAIMS UNPAID - PRIOR YEAR - NET OF REINSURANCE

ANALYSIS OF CLAIMS UNPAID - PRIOR Y						
	Cla Paid Yea		Liab End of Curr		-	_
	1	2 2	3	eni Quartei 4	5	6
Line of Business	On Claims Incurred Prior to January 1 of Current Year	On Claims Incurred During the Year	On Claims Unpaid Dec. 31 of Prior Year	On Claims Incurred During the Year	Claims Incurred in Prior Years (Columns 1 + 3)	Estimated Claim Reserve and Claim Liability Dec. 31 of Prior Year
Comprehensive (hospital & medical)	44,984,731	167 , 790 , 688	3,893,238	30,850,749	48,877,969	62,478,105
2. Medicare Supplement					0	0
3. Dental Only					0	0
4. Vision Only					0	0
Federal Employees Health Benefits Plan	1,185,778	4,281,790	52,362	1,222,608	1 , 238 , 140	1,305,215
6. Title XVIII - Medicare	29,952,755	97,602,605		34,688,133	29,952,755	22,377,152
7. Title XIX - Medicaid				72,402,425	0	0
Other Health					0	3,972,461
9. Health Subtotal (Lines 1 to 8)	76 , 123 , 264	269,675,083	3,945,600	139,163,915	80,068,864	90 , 132 , 933
10. Healthcare receivables (a)					0	0
11. Other non-health					0	0
12. Medical incentive pools and bonus amounts	194,936	(278,000)		770,499	194,936	544 , 499
13. Totals	76,318,200	269,397,083	3,945,600	139,934,414	80,263,800	90,677,432

⁽a) Excludes \$ loans and advances to providers not yet expensed.

NOTES TO FINANCIAL STATEMENTS

NOTES TO THE ANNUAL STATEMENT JUNE 30, 2007

1. DESCRIPTION OF BUSINESS AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Description of Business – United Healthcare Plan of the River Valley, Inc. (the "Plan") is a wholly-owned subsidiary of ") is a wholly-owned subsidiary of UnitedHealthcare Services Company of the River Valley, Inc. formerly known as John Deere Health Care, Inc. ("UHS-RV"). UHS-RV is a wholly owned subsidiary of UnitedHealthcare, Inc. ("UHC"), which is a wholly-owned subsidiary of UnitedHealthcare Services, Inc. ("UHS"). UHS is a wholly owned subsidiary of UnitedHealth Group, Inc. ("UHG").

Significant Accounting Policies

No change.

Use of Estimates – No change.

Investments – No change.

Accounts Payable - No change.

• Aggregate Write-Ins – No change.

Revenues – No change.

Medical and Hospital Expenses – No change.

Risk and Uncertainties – No change.

Concentrations of Credit Risk – No change.

2. ACCOUNTING CHANGES AND CORRECTION OF ERRORS None.

3. BUSINESS COMBINATIONS

None.

4. DISCONTINUED OPERATIONS

None.

5. INVESTMENTS

No change.

Mortgage Loans—Not applicable.

Debt Restructuring-- Not applicable.

Reverse Mortgages—Not applicable.

Loan-Backed Securities - No change.

Repurchase Agreements—Not applicable.

- **6. JOINT VENTURES, PARTNERSHIPS AND LIMITED LIABILITY COMPANIES** None.
- 7. INVESTMENT INCOME No change.
- 8. **DERIVATIVE INSTRUMENTS**None.
- **9. INCOME TAXES** No change.

NOTES TO FINANCIAL STATEMENTS

10. INFORMATION CONCERNING PARENT, SUBSIDIARIES AND AFFILIATES

No change.

11.DEBT

None.

- 12. RETIREMENT PLANS, DEFERRED COMPENSATION, POSTEMPLOYMENT BENEFITS AND COMPENSATED ABSENCES AND OTHER POSTRETIREMENT BENEFIT PLANS None
- 13. CAPITAL AND SURPLUS, SHAREHOLDERS' DIVIDEND RESTRICTIONS AND QUASI-REORGANIZATIONS

No change.

14. CONTINGENCIES

Contingent Commitments—Not applicable.

Assessments- Accounts Payable - No change.

Gain Contingencies—None.

All Other Contingencies - No change.

15. LEASES

None.

16. OFF-BALANCE SHEET RISK

None.

17. SALE, TRANSFER AND SERVICING OF FINANCIAL ASSETS AND EXTINGUISHMENT OF LIABILITIES

None.

18. GAIN OR LOSS TO THE REPORTING ENTITY FROM UNINSURED PLANS AND THE UNINSURED PORTION OF PARTIALLY INSURED PLANS

Administration Services Only (ASO)— TennCare – No change.

Administration Service Contracts (ASC)—None.

Medicare - No change.

19. MANAGING GENERAL AGENTS

None.

20. SEPTEMBER 11 EVENTS

None.

21.OTHER ITEMS

Extraordinary Items—None.

Troubled Debt Restructuring (Debtors)—None.

22. SUBSEQUENT EVENTS

None.

23 REINSURANCE

Ceded Reinsurance Report – Section 1- General Interrogatories- 1. Are any of the reinsurers, listed in Schedule S as non-affiliated, owned in excess of 10% or controlled,

NOTES TO FINANCIAL STATEMENTS

either directly or indirectly, by the company or by any representative, officer, trustee, or director of the company? Response: **NO**

2. Have any policies issued by the company been reinsured with a company chartered in a country other than the United States that is owned in excess of 10% or controlled directly or indirectly by an insured, a beneficiary, a creditor or an insured or any other person no primarily engaged in the insurance business? Response: **NO**

Section 2-1. Does the company have any reinsurance agreements in effect under which the reinsurer may unilaterally cancel any reinsurance for reasons other than for nonpayment of premium or other similar credit? Response: **NO**

Does the reporting entity have any reinsurance agreements in effect such that the amount of losses paid or accrued through the statement date may result in a payment to the reinsurer of amounts that, in aggregate and allowing for offset of mutual credits from other reinsurance agreements with the same reinsurer, exceed the total direct premium collected under the reinsured policies? Response: **NO** Section 3- 1. What in the estimated amount of the aggregate reduction in surplus (for agreements other than those under which the reinsurer may unilaterally cancel for reasons other than for nonpayment of payment or other similar credits that are reflected in Section 2 above) of termination of ALL reinsurance agreements, by either party, as of the date of this statement? Response: **NONE**

2. Have any new agreements been executed or existing agreements amended since January 1, 2004 to include policies or contracts that were in force or which had existing reserves established by the company as of the effective date of the agreement? Response: **NO**

Uncollectible Reinsurance- None.

Communication of Ceded Reinsurance- None.

Other Disclosures - None.

24. RETROSPECTIVELY RATED CONTRACTS

Federal Employees Health Benefits Program – No change.

25. CLAIMS UNPAID - No change.

26.INTERCOMPANY POOLING ARRANGEMENTS None.

27. STRUCTURED SETTLEMENTS Not applicable.

28. HEALTHCARE RECEIVABLES No change.

29. PARTICIPATING POLICIES None.

30. PREMIUM DEFICIENCY RESERVESNo change.

31.ANTICIPATED SALVAGE AND SUBROGATION None.

GENERAL INTERROGATORIES

(Responses to these interrogatories should be based on changes that have occurred since the prior year end unless otherwise noted.)

PART 1 - COMMON INTERROGATORIES GENERAL

1.1			ansactions requiring the filing of Disclosu					Yes	[] No [X]
1.2	If yes, has the report b	een filed with the domiciliar	y state?					Yes	[] No []
2.1	reporting entity?		s statement in the charter, by-laws, articl					Yes	[X] No [] 06/05/2007
	If not previously filed, f	urnish herewith a certified c	opy of the instrument as amended.						
3.	Have there been any s	substantial changes in the o	rganizational chart since the prior quarte	end?				Yes	[X] No []
	If yes, complete the So	chedule Y - Part 1 - organiza	ational chart.						
4.1	Has the reporting entit	y been a party to a merger o	or consolidation during the period covere	d by this sta	tement?			Yes	[] No [X]
4.2		ne of entity, NAIC Company sult of the merger or consol	Code, and state of domicile (use two let idation.	er state abb	oreviation) for a	ny entity that	has		
			1 Name of Entity	NAIC C	2 ompany Code	3 State of D			
5. 6.1	fact, or similar agreem If yes, attach an explar	ent, have there been any signation.	agreement, including third-party administ gnificant changes regarding the terms of ion of the reporting entity was made or is	the agreem	ent or principa	ls involved?		Yes [] No	[X] NA []
6.2			nation report became available from eithesheet and not the date the report was co						12/31/2002
6.3	the reporting entity. Th	is is the release date or cor	ion report became available to other stat npletion date of the examination report a	nd not the d	ate of the exar	nination (bala	ance sheet		04/23/2004
6.4	By what department or	•							
7.1 7.2	Has this reporting entit	ty had any Certificates of Au ernmental entity during the i	nthority, licenses or registrations (including reporting period?	g corporate	registration, if	applicable) s	uspended	Yes	[] No [X]
8.1			npany regulated by the Federal Reserve					Yes	[] No [X]
8.2	If response to 8.1 is ye	es, please identify the name	of the bank holding company.						
8.3	Is the company affiliate	ed with one or more banks,	thrifts or securities firms?					Yes	[X] No []
8.4	federal regulatory serv	ices agency [i.e. the Federa S), the Federal Deposit Insu	names and location (city and state of the Il Reserve Board (FRB), the Office of the Irance Corporation (FDIC) and the Secur	Comptrolle	r of the Curren	cy (OCC), the	e Office of		
		1	2		3	4	5	6	7
	Affili Exante Bank	ate Name	Location (City, State) Salt Lake City, Utah		FRB No	OCC No	OTS No	FDIC Yes	SEC No.
	Lvaile pally		Joan Land Only, Olan		INU	IVU	IVU		INU

GENERAL INTERROGATORIES

9.1	similar functions) of the reporting entity subject to a code of ethics, which includes the following standards?	Yes [X]	No []
	(a) Honest and ethical conduct, including the ethical handling of actual or apparent conflicts of interest between personal and professional relationships;		
	(b) Full, fair, accurate, timely and understandable disclosure in the periodic reports required to be filed by the reporting entity;		
	(c) Compliance with applicable governmental laws, rules and regulations;		
	(d) The prompt internal reporting of violations to an appropriate person or persons identified in the code; and		
	(e) Accountability for adherence to the code.		
9.11	If the response to 9.1 is No, please explain:		
9.2	Has the code of ethics for senior managers been amended?	Yes []	No [X]
9.21	If the response to 9.2 is Yes, provide information related to amendment(s).		
9.3	Have any provisions of the code of ethics been waived for any of the specified officers?	Yes []	No [X]
9.31	If the response to 9.3 is Yes, provide the nature of any waiver(s).		
	FINANCIAL		
10.1	Does the reporting entity report any amounts due from parent, subsidiaries or affiliates on Page 2 of this statement?	Yes []	No [X]
10.2	If yes, indicate any amounts receivable from parent included in the Page 2 amount:\$		
	INVESTMENT		
11.1	Has there been any change in the reporting entity's own preferred or common stock?	Yes []	No [X]
	If yes, explain:		
	Were any of the stocks, bonds, or other assets of the reporting entity loaned, placed under option agreement, or otherwise made available for use by another person? (Exclude securities under securities lending agreements.)	Yes []	No [X]
	Amount of real estate and mortgages held in other invested assets in Schedule BA:\$		
14.	Amount of real estate and mortgages held in short-term investments:		
15.1	Does the reporting entity have any investments in parent, subsidiaries and affiliates?	Yes []	No [X]
15.2	If yes, please complete the following:		
	1 2 Prior Year-End Current Quarter Book/Adjusted Book/Adjusted Carrying Value Carrying Value		
	15.21 Bonds \$ \$		
	15.23 Common Stock \$ \$ 15.24 Short-Term Investments \$ \$		
	15.25 Mortgage Loans on Real Estate \$		
	15.26 All Other \$\$ 15.27 Total Investment in Parent, Subsidiaries and Affiliates (Subtotal		
	Lines 15.21 to 15.26)		
16.1	Has the reporting entity entered into any hedging transactions reported on Schedule DB?	Yes []	No [X]
16.2	If yes, has a comprehensive description of the hedging program been made available to the domiciliary state?	Yes []	No [X]

GENERAL INTERROGATORIES

17.	Excluding items in Schedule E, real estate, mort deposit boxes, were all stocks, bonds and other qualified bank or trust company in accordance w Financial Condition Examiners Handbook?	securities, own ith Part 1 - Ger	ed throughout t eral, Section I\	the current year he V.H - Custodial or	eld pursuant to a custodial agreement with a Safekeeping Agreements of the NAIC		s [X]	No []
17.1	For all agreements that comply with the requirer	nents of the NA	IC Financial Co	ondition Examiners	Handbook, complete the following:			
	Name of State Street Bank	1 of Custodian(s)		801 Pennsylva	2 Custodian Address ania, Kansas City, MO 64105			
17.2	For all agreements that do not comply with the relocation and a complete explanation:	equirements of	the NAIC Finar	ncial Condition Exa	aminers Handbook, provide the name,			
	1 Name(s)		2 Location	n(s)	3 Complete Explanation(s)			
17.3	Have there been any changes, including name of	hanges in the o	custodian(s) ide	entified in 17.1 dur	ng the current quarter?	Ye	s []	No [X]
17.4	If yes, give full and complete information relating	thereto:						
	1 Old Custodian		2 ustodian	3 Date of Chang	e Reason]		
17.5	Identify all investment advisors, brokers/dealers accounts, handle securities and have authority to							
	1 Central Registration	on Depository	N	2 ame(s)	3 Address			
	Have all the filing requirements of the <i>Purposes</i> If no, list exceptions:	and Procedure	s <i>Manual</i> of the	e NAIC Securities	√aluation Office been followed?		Yes [X]	No []

SCHEDULE A - VERIFICATION

	Real Estate		
		1	2
			Prior Year Ended
		Year to Date	December 31
1.	Book/adjusted carrying value. December 31 of prior year	0	0
2.	Book/adjusted carrying value, December 31 of prior year		0
	Cost of acquired		0
4.	Cost of additions to and permanent improvements		0
5.	Total profit (loss) on sales		
6.	Increase (decrease) by foreign exchange adjustment		
7.	Amount received on sales		0
8.	Book/adjusted carrying value at end of current period	0	0
9.	Total valuation allowance		0
10.	Subtotal (Lines 8 plus 9)	0	0
11.	Total nonadmitted amounts		0
12.	Statement value, current period (Page 2, real estate lines, Net Admitted Assets column)	0	0

SCHEDULE B - VERIFICATION

Mortgage Loans		
	1	2
		Prior Year Ended
	Year to Date	December 31
1. Book value/recorded investment excluding accrued interes as monganes owned, as an error of prior year.	0	0
Amount loaned during period:		
2.1. Actual cost at time of acquisitions		0
2.2. Additional investment made after acquisitions 3. Accrual of discount and mortgage interest points and commitment fees		0
Accrual of discount and mortgage interest points and commitment fees		0
4. Increase (decrease) by adjustment		0
5. Total profit (1033) of Face		
6. Amounts paid on account or in full during the period		0
Amortization of premium		0
Increase (decrease) by foreign exchange adjustment		0
Book value/recorded investment excluding accrued interest on mortgages owned at end of current period	0	0
10. Total valuation allowance		0
11. Subtotal (Lines 9 plus 10)	0	0
12. Total nonadmitted amounts		0
13. Statement value of mortgages owned at end of current period (Page 2, mortgage lines, Net Admitted Assets		
column)	0	0

SCHEDULE BA – VERIFICATION

Other Invested Assets		
	1 Year to Date	2 Prior Year Ended December 31
Book/adjusted carrying value of long-term invested assets and deember 1 of the rypar. Cost of acquisitions during period: 2.1. Actual cost at time of acquisitions	0	0
2.2. Additional investment made after acquisitions Accrual of discount Increase (decrease) by adjustment		0
4. Increase (decrease) by adjustment		0
7. Amortization of premium		0
11. Subtotal (Lines 9 plus 10) 12. Total nonadmitted amounts 13. Statement value of long-term invested assets at end of current period (Page 2, Line 7, Column 3)	0	0

SCHEDULE D - VERIFICATION

Bonds and Stocks		
	1 Year to Date	2 Prior Year Ended December 31
Book/adjusted carrying value of bonds and stocks, December 31 of prior year	166,667,269	193,635,245
Cost of bonds and stocks acquired		107 , 505 , 526
Accrual of discount	358,603	277 , 141
4. Increase (decrease) by adjustment		0
5. Increase (decrease) by foreign exchange adjustment		0
6. Total profit (loss) on disposal	1,944	(4,407,173)
Consideration for bonds and stocks disposed of Amortization of premium	27 , 312 , 389	129,861,870
8. Amortization of premium	181,633	481,600
Book/adjusted carrying value, current period		166,667,269
10. Total valuation allowance		0
11. Subtotal (Lines 9 plus 10)	189,674,257	166,667,269
12. Total nonadmitted amounts		0
13. Statement value	189,674,257	166,667,269

SCHEDULE D - PART 1B

Showing the Acquisitions, Dispositions and Non-Trading Activity

During the Current Quarter for all Bonds and Preferred Stock by Rating Class

	1 Book/Adjusted Carrying Value Beginning of Current Quarter	2 Acquisitions During Current Quarter	3 Dispositions During Current Quarter	Preferred Stock by Rating C 4 Non-Trading Activity During Current Quarter	5 Book/Adjusted Carrying Value End of First Quarter	6 Book/Adjusted Carrying Value End of Second Quarter	7 Book/Adjusted Carrying Value End of Third Quarter	8 Book/Adjusted Carrying Value December 31 Prior Year
BONDS								
1. Class 1	318,526,614	991,687,738	953,921,620	807,891	318,526,614	357 , 100 , 623	0	369,303,994
2. Class 2	6,006,054	350,000	1,850,000	6,406	6,006,054	4,512,460	0	4,926,920
3. Class 3	0	0	0	0	0	0	0	0
4. Class 4	0	0	0	0	0	0	0	0
5. Class 5	0	0	0	0	0	0	0	0
6. Class 6	0	0	0	0	0	0	0	0
7. Total Bonds	324,532,668	992,037,738	955,771,620	814,297	324,532,668	361,613,083	0	374,230,914
PREFERRED STOCK								
8. Class 1	0	0	0	0	0	0	0	0
9. Class 2	0	0	0	0	0	0	0	0
10. Class 3	0	0	0	0	0	0	0	0
11. Class 4	0	0	0	0	0	0	0	0
12. Class 5	0	0	0	0	0	0	0	0
13. Class 6	0	0	0	0	0	0	0	0
14. Total Preferred Stock	0	0	0	0	0	0	0	0
15. Total Bonds and Preferred Stock	324,532,668	992,037,738	955,771,620	814,297	324,532,668	361,613,083	0	374,230,914

SCHEDULE DA - PART 1

Short-Term Investments Owned End of Current Quarter

	1	2	3	4	5
					Paid for Accrued
	Book/Adjusted			Interest Collected	Interest
	Carrying Value	Par Value	Actual Cost	Year To Date	Year To Date
8299999 Totals	55,949,954	XXX	55,809,473	696,306	0

SCHEDULE DA - PART 2- VERIFICATION

Short-Term Investments Owned

Short-renn investments Owned	1	2
	'	Prior Year Ended
	Year To Date	December 31
	rear to Date	December 31
Book/adjusted carrying value, December 31 of prior year	130 , 134 , 013	20 , 793 , 473
Cost of short-term investments acquired		
Increase (decrease) by adjustment	126,489	106,299
Increase (decrease) by foreign exchange adjustment		0
Total profit (loss) on disposal of short-term investments	(251)	2,941
Consideration received on disposal of short-term investments	1,333,822,522	1,216,323,683
Book/adjusted carrying value, current period		
Total valuation allowance		
9. Subtotal (Lines 7 plus 8)	55,949,953	130 , 134 , 013
10. Total nonadmitted amounts		0
11. Statement value (Lines 9 minus 10)	55,949,953	130 , 134 , 013
12. Income collected during period	2,968,324	5,262,414
13. Income earned during period	2,881,992	5,445,079

Schedule DB - Part F - Section 1

NONE

Schedule DB - Part F - Section 2

NONE

Schedule S

NONE

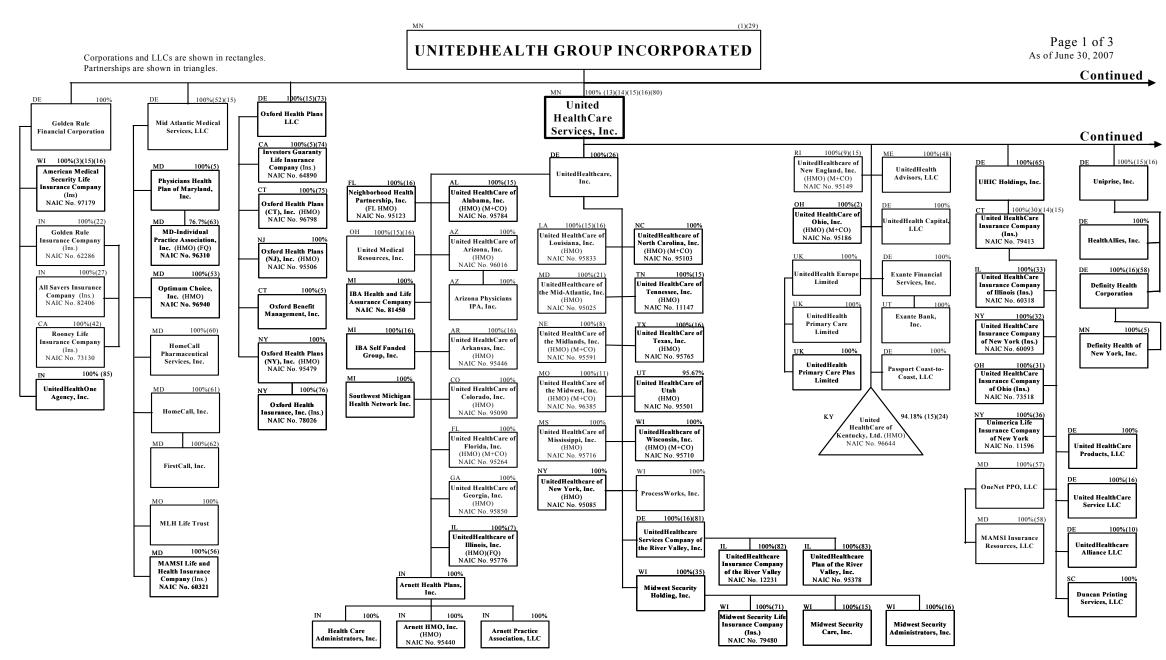
SCHEDULE T - PREMIUMS AND OTHER CONSIDERATIONS

Current Year to Date - Allocated by States and Territories

		4	Current Year	r to Date - Allo	cated by States	and Territorie	s iness Only			
		1	2	3	4	5	iness Only 6	7	8	9
		Is Insurer Licensed	Accident & Health	Medicare	Medicaid	Federal Employees Health Benefit Program	Life & Annuity Premiums & Other	Property/ Casualty	Total Columns	Deposit-Type
	States, Etc.	(Yes or No)	Premiums	Title XVIII	Title XIX		Considerations		2 Through 7	Contracts
	AlabamaAL								0	
	Alaska AK								0	
	Arizona								 n	
	CaliforniaCA	• • • • • • • • • • • • • • • • • • • •						***************************************	0	
	ColoradoCO								0	
7.	ConnecticutCT								0	
	DelawareDE								0	
	District of Columbia DC	• • • • • • • • • • • • • • • • • • • •							0	
	FloridaFL GeorgiaGA								 O	
	Hawaii HI								0	
	ldahoID								0	
	IllinoisIL	Yes	29,126,029	5,492					29 , 131 , 521	
	IndianaIN								0	
	lowaIA	Yes	94 , 915 , 444	9,895,015		5,967,975			110,778,434	
	Kansas KS Kentucky KY	}							n	
	Louisiana LA								n	
	Maine ME								0	
21.	Maryland MD								0	ļ
	Massachusetts MA	.				 		<u> </u>	0	ļ
	MichiganMI								0	
	Minnesota								 n	
	MissouriMO	• • • • • • • • • • • • • • • • • • • •							0	
	Montana MT								0	
	Nebraska NE								0	
	NevadaNV								0	
	New HampshireNH								0	
	New Jersey NJ New Mexico NM									
	New York NY								0	
	North CarolinaNC								0	
	North DakotaND								0	
36.	OhioOH								0	
	Oklahoma OK								0	
	Oregon OR								0	
	PennsylvaniaPA Rhode IslandRI	· · · · · · · · · · · · · · · · · · ·							o	
	South Carolina SC	No							0	
	South Dakota								0	
43.	TennesseeTN	Yes	55,013,179	156,946,493	120,906,893				332,866,565	
	TexasTX								0	
	UtahUT					l	l	l	0	
	Vermont VT	Yes	15,740,685	115,988		l				
	Washington WA		10,140,000	110,300					10,000,013	
	West VirginiaWV								0	
50.	WisconsinWI								0	
	WyomingWY								0	
	American Samoa	ļ				 			0	ļ
	Guam					l			n	
	U.S. Virgin IslandsVI								n	
	Northern Mariana IslandsMP								0	
57.	Canada CN	ļ							0	
	Aggregate Other AlienOT	XXX	0	0	0	0	0	0		0
	Subtotal	XXX	194,795,337	166,962,988	120,906,893	5,967,975	0	0	488,633,193	0
60.	Reporting entity contributions for Employee Benefit Plans	XXX							0	
61.	Total (Direct Business)	(a) 4	194,795,337	166,962,988	120,906,893	5,967,975	0	0	488,633,193	0
	DETAILS OF WRITE-INS									
5801	·	XXX								ļ
5802		XXX								
		XXX								
	Summary of remaining write-ins for Line 58 from overflow page	XXX	0	0	0	0	0	0	0	0
	. Totals (Lines 5801 through 5803 plus 5898) (Line 58 above) ert the number of yes responses exce	ХХХ	0	0	0	0	0	0	0	0

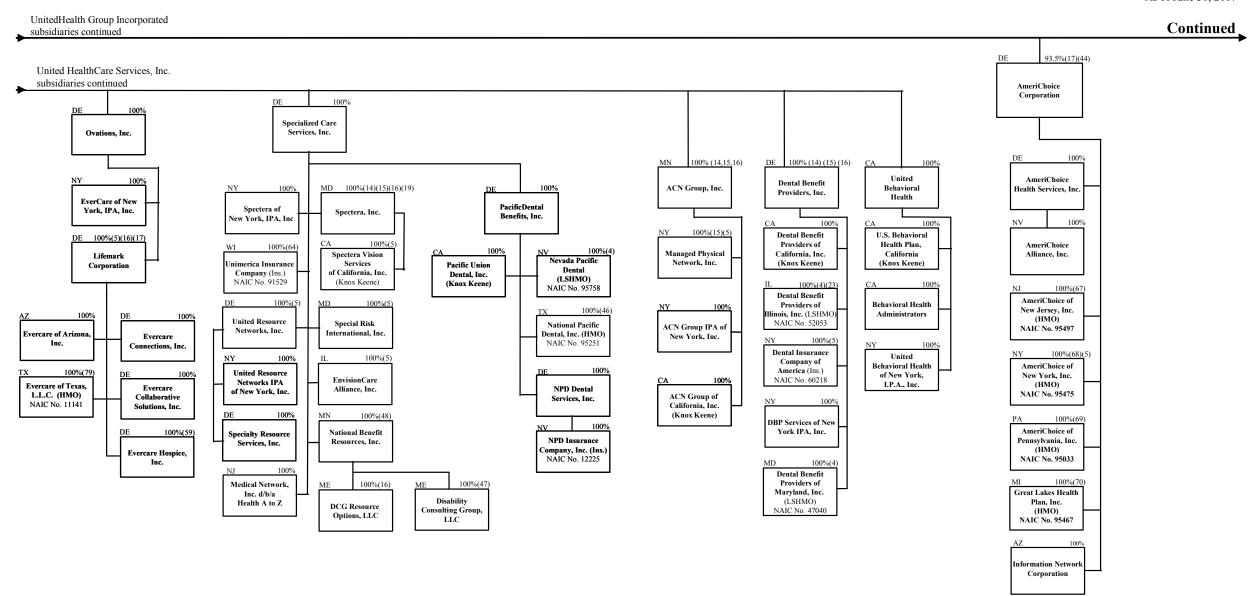
⁽a) Insert the number of yes responses except for Canada and other Alien.

SCHEDULE Y - INFORMATION CONCERNING ACTIVITIES OF INSURER MEMBERS OF A HOLDING COMPANY GROUP PART 1 - ORGANIZATIONAL CHART



SCHEDULE Y - INFORMATION CONCERNING ACTIVITIES OF INSURER MEMBERS OF A HOLDING COMPANY GROUP PART 1 - ORGANIZATIONAL CHART

Page 2 of 3 As of June 30, 2007



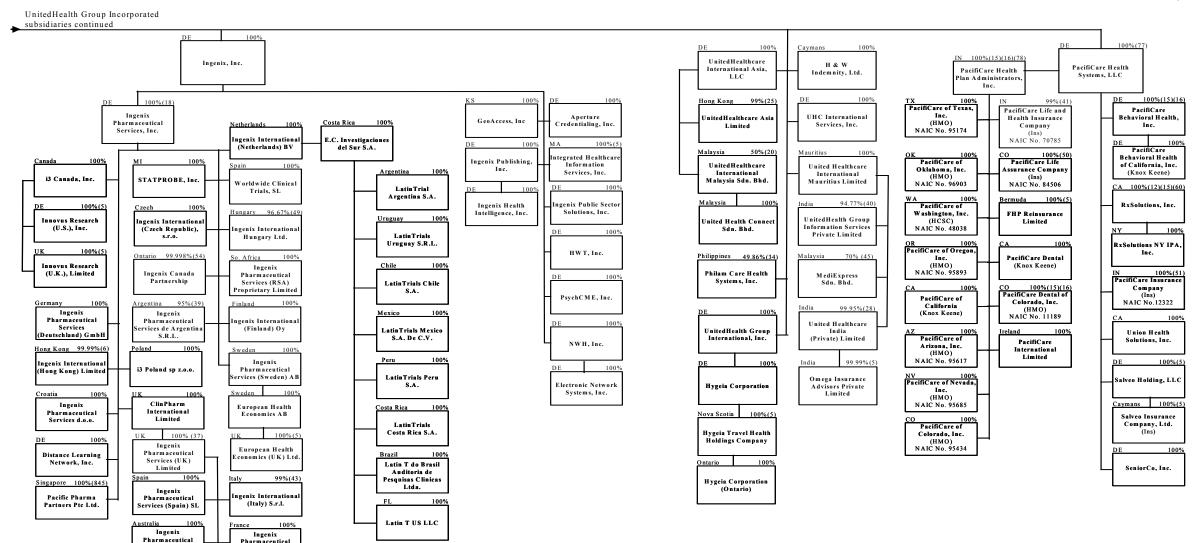
Services (Australia

Pty Ltd

Services (France)

SCHEDULE Y - INFORMATION CONCERNING ACTIVITIES OF INSURER MEMBERS OF A HOLDING COMPANY GROUP PART 1 - ORGANIZATIONAL CHART

Page 3 of 3 As of June 30, 2007



SUPPLEMENTAL EXHIBITS AND SCHEDULES INTERROGATORIES

The following supplemental reports are required to be filed as part of your statement filing. However, in the event that your company does not transact the type of business for which the special report must be filed, your response of **NO** to the specific interrogatory will be accepted in lieu of filing a "NONE" report and a bar code will be printed below. If the supplemental is required of your company but is not being filed for whatever reason enter **SEE EXPLANATION** and provide an explanation following the interrogatory questions.

	RESPONSE
Will the Medicare Part D Coverage Statement be filed with the state of domicile and the NAIC with this statement?	N0
xplanation:	
ar Code:	

OVERFLOW PAGE FOR WRITE-INS

MQ002 Additional Aggregate Lines for Page 02 Line 23.

TASSETS				
	1	2	3	4
			Net Admitted	
		Nonadmitted	Assets	Prior Year Net
	Assets	Assets	(Cols. 1 - 2)	Admitted Assets
2304. State Income Tax Receivable	130,458		130,458	0
2305. Premium Tax Receivable	222,857		222,857	0
2397. Summary of remaining write-ins for Line 23 from Page 02	353,316	0	353,316	0

Schedule A - Part 2

NONE

Schedule A - Part 3

NONE

Schedule B - Part 1

NONE

Schedule B - Part 2

NONE

Schedule BA - Part 1

NONE

Schedule BA - Part 2

NONE

SCHEDULE D - PART 3

Show All Long-Term Bonds and Stock Acquired by the Company During the Current Quarter

1 2 3 4 5 6 7 8 9 10 NAIC				Snow All Lon	g-Term Bonds and Stock Acquired by the Company During the	e Current Quarter				
CUSIP Identification Part Description Foreign Date Acquired Name of Vendor Shares of Stock Cost Par Value Part of Cost Par Value Interest and Ordereds Indicator Market M	1	2	3	4	5	6	7	8	9	10
CUSP Clearification Description Poreign Date Acquired Name of Vendor Shares of Stock Cost Par Value Prefer for Accrued Market 1387849715										NAIC
CUSP Clearification Description Poreign Date Acquired Name of Vendor Shares of Stock Cost Par Value Prefer for Accrued Market 1387849715										Designation or
	CUSIP					Number of	Actual			
9/12/28-DL-1, US Treasury Note 3.00% 02/15/10, 04/14/2007, Destition 1. Stream 1. Stre		Description	Foreign	Date Acquired	Name of Vendor	Shares of Stock	Cost	Par Value	Interest and Dividends	Indicator (a)
9/12/28-DL-1, US Treasury Note 3.00% 02/15/10, 04/14/2007, Destition 1. Stream 1. Stre	31359M-EY-5	FNMA Note 6.625% 09/15/09.	· ·	05/30/2007	Greenwich Cap Mkts		4,646,925	4,500,000		1FE
0.099999 - Total - Bonds - U.S. Government 16,903,040 164,950 300,000 300,000 144,953 XXX	912828 - DL - 1	US Treasury Note 3.500% 02/15/10		04/04/2007	Chase Securities		3,596,516			11
0.099999 - Total - Bonds - U.S. Government 16,903,040 164,950 300,000 300,000 144,953 XXX	912828 - DL - 1	US Treasury Note 3.500% 02/15/10								1
0.099999 - Total - Bonds - U.S. Government 16,903,040 164,950 300,000 300,000 144,953 XXX	912828-FR-6	US Treasury Note 4.875% 08/31/08		05/03/2007	Goldman Sachs.			3,750,000		11
389999 Total Bords Public Utilities 390,000 390,000 0 XXX	0399999 - Total -	- Bonds - U.S. Government							144,953	
04903-11-7 Associate Corp of N America Sr Note 6	677415-CM-1	OH Power Co Corp Note Cont Call Adj 5		04/03/2007	JP Morgan Chase.		350,000	350,000	0	2FE
S72470-AI-4 Gemorth Fin Inc Corp Note Mon Call 5 05/09/2007 Morgan Stanley 9.35,000 9.35,000 0 1FE	3899999 - Total -	- Bonds - Public Utilities					350,000		0	XXX
S72470-AI-4 Gemorth Fin Inc Corp Note Mon Call 5 05/09/2007 Morgan Stanley 9.35,000 9.35,000 0 1FE	046003-JT-7	Associate Corp of N America Sr Note 6		06/01/2007	Wachovia Bank				5,621	
4599999 - Total - Bonds - Industrial, Misc. 2,320,144 2,310,000 5,621 XXX 6099997 - Total - Bonds - Part 3 19,033,185 19,110,000 150,574 XXX 6099999 - Total - Bonds 19,033,185 19,110,000 150,574 XXX 6099999 - Total - Bonds 19,033,185 19,110,000 150,574 XXX 6099999 - Total - Preferred Stocks 0 XXX 0 XXX 7299999 - Total - Preferred and Common Stocks 0 XXX 0 XXX 7399999 - Total - Preferred and Common Stocks 0 XXX 0 XXX 7399999 - Total - Preferred and Common Stocks 0 XXX 0 XXX 7399999 - Total - Preferred and Common Stocks 0 XXX 0 XXX 7399999 - Total - Preferred and Common Stocks 0 XXX 0 XXX 7399999 - Total - Preferred and Common Stocks 0 XXX 0 XXX 7399999 - Total - Preferred and Common Stocks 0 XXX 0 XXX 7399999 - Total - Preferred and Common Stocks 0 XXX 0 XXX 7399999 - Total - Preferred and Common Stocks 0 XXX 0 XXX 7399999 - Total - Preferred and Common Stocks 0 XXX 0 XXX 7399999 - Total - Preferred and Common Stocks 0 XXX 0 XXX 7399999 - Total - Preferred and Common Stocks 0 XXX 0 XXX 7399999 - Total - Preferred and Common Stocks 0 XXX 0 XXX 7399999 - Total - Preferred and Common Stocks 0 XXX 0 XXX 7399999 - Total - Preferred and Common Stocks 0 XXX 0 XXX 7399999 - Total - Preferred and Common Stocks 0 XXX 0 XXX 7399999 - Total - Preferred and Common Stocks 0 XXX 0 XXX 7399999 - Total - Preferred and Common Stocks 0 XXX 0 XXX 7399999 - Total - Preferred and Common Stocks 0 XXX 0 XXX 739999 - Total - Preferred and Common Stocks 0 XXX 0 XXX 739999 - Total - Preferred and Common Stocks 0 XXX 0 XXX 739999 - Total - Preferred and Common Stocks 0 XXX 0 XXX 739999 - Total - Preferred and Common Stocks 0 XXX 0 XXX 739999 - Total - Preferred and Common Stocks 0 XXX 0 XXX 73999	14312T - AC - 4	Carmax Auto Own 2007-2 A3 ABS 5.230% 1							0	
6039999 - Total - Bonds - Part 3 19,033,185 19,110,000 150,574 XXX	37247D-AA-4	Genworth Fin Inc Corp Note Non Call 5		05/09/2007	Morgan Stanley.				0	
6099999 - Total - Bonds 19,033,185 19,110,000 150,574 XXX 0 XXX 0 XXX 0 XXX 0 XXX 739999 - Total - Ommon Stocks 0 XXX 0 XXX XX XXX X										
6599999 - Total - Preferred Stocks 0										
7299999 - Total - Common Stocks 739999 - Total - Preferred and Common Stocks 0 XXX 0 XXX 0 XXX 0 XXX							19,033,185	19,110,000	150,574	XXX
739999 - Total - Preferred and Common Stocks 0 XXX 0 XXX 0 XXXX 0 X							0	XXX	0	XXX
							0	XXX	0	XXX
749999 - Totals 150.574 XXX	7399999 - Total -	- Preferred and Common Stocks					0	XXX	0	XXX
749999 - Totals										
749999 - Totals 19,033,185 XXX 150,574 XXX										
7499999 - Totals										
749999 - Totals										
749999 - Totals XXX 150.574 XXX										
749999 - Totals XXX 150.574 XXX										
749999 - Totals XXX 150.574 XXX										•
749999 - Totals										+
749999 - Totals 19,033.185 XXX 150.574 XXX										
749999 - Totals XXX 150.574 XXX										
7499999 - Totals 19,033.185 XXX 150.574 XXX				• • • • • • • • • • • • • • • • • • • •						1
749999 - Totals 19,033.185 XXX 150.574 XXX										1
749999 - Totals 19,033.185 XXX 150.574 XXX										I
749999 - Totals 19,033.185 XXX 150.574 XXX										
	7499999 - Totals						19,033.185	XXX	150.574	XXX

⁽a) For all common stock bearing the NAIC market indicator "U" provide: the number of such issues

E05

SCHEDULE D - PART 4

								ЭСПЕ	DOLE	: D - P/	4K I 4									
					Show All Lo	ng-Term Boı	nds and Sto	ck Sold, Red	eemed or Oth	erwise Dispos			ng the Current	Quarter					_	
1	2	3 4	5	6	7	8	9	10		Change in B	ook/Adjusted Ca	rrying Value		16	17	18	19	20	21	22
									11	12	13	14	15							
		F								1										NAI
		0									Current Year's			Book/				Bond		Desi
		e						Prior Year	Unrealized		Other Than		Total Foreign	Adjusted	Foreign			Interest/Stock		or
CUSIP		i		Number of				Book/Adjusted	Valuation	Current Year's	Temporary	Total Change in	Exchange		Exchange Gain	Realized Gain	Total Gain	Dividends		Mark
Identi- fication	Description	g Disposal n Date	Name of Purchaser	Shares of Stock	Consideration	Par Value	Actual Cost	Carrying Value	Increase/ (Decrease)	(Amortization)/ Accretion	Impairment Recognized	B./A.C.V. (11 + 12 - 13)	Change in B./A.C.V.	at Disposal Date	(Loss) on Disposal	(Loss) on Disposal	(Loss) on Disposal	Received During Year	Maturity Date	Indica (a)
	FHLMC Pool G12269 (MBS)			Olock					(Decrease)		recognized	·	D.JA.O.V.		Біэрозаі	Біэрозаі	Біэрозаі			(α)
3128M1-MS-5	4.500% 09/01/2	04/01/2007	7. Paydown		12,956	12,956	12,456	12,464	0	492	0	492	0	12,956	0	0	0	194	09/01/2020	1.
3128M1-MS-5	4.500% 09/01/2	05/01/2007	7 Paydown		13,204	13,204	12,694	12,703	0	501	0	501	0	13,204	0	0	0	248	09/01/2020	1.
3128M1-MS-5	FHLMC Pool G12269 (MBS) 4.500% 09/01/2	06/01/2007	7 Paydown		17 ,996	17,996	17,301	17,313	0	683	0	683	0	17,996	0	0	0	405	09/01/2020	1.
3128PB-G4-0	FHLMC Pool J00219 (MBS) 4.500% 10/01/2	04/01/2007	7. Paydown.		17,939	17,939	17 , 247	17,258	0	681	0	681	0	17,939	0	0	0	269	10/01/2020	1
	FHLMC Pool J00219 (MBS)		.,																	
3128PB-G4-0	4.500% 10/01/2 FHLMC Pool J00219 (MBS)	05/01/2007	7. Paydown	t	16,607	16,607	15,966	15,977	0	630	0	630		16,607	0		·············	311	10/01/2020	1.
3128PB-G4-0	4.500% 10/01/2 FHLMC Pool J01690 (MBS)	06/01/2007	7 Paydown		5,824	5,824	5,599	5,603	0	221	0	221	0	5 , 824	0	0	0	131	10/01/2020	1.
3128PC-2X-9	5.500% 04/01/2	04/01/2007	7 Paydown		4,145	4,145	4,144	4,144	0	1	0	1	0	4, 145	0	0	0	76	04/01/2021	1.
3128PC-2X-9	FHLMC Pool J01690 (MBS) 5.500% 04/01/2	05/01/2007	7. Paydown		4,213	4,213	4,212	4,211	0	1	0	1	0	4,213	0		0	97	04/01/2021	1
	FHLMC Pool J01690 (MBS) 5.500% 04/01/2		,						0	1	0	4	0		0	0	0	115		4
3128PC-2X-9	FHLMC POOL J03526 MBS	06/01/2007	ĺ		4,193	4,193	4,191				0			4 , 193	0		0	115	04/01/2021	
3128PE-4K-1	6.000% 10/01/21 FHLMC POOL J03526 MBS	04/01/2007	7 Paydown		20,098	20,098	20,431	20,428	0	(330)	0	(330)	0	20,098	0	0	0	402	10/01/2021	1.
3128PE-4K-1	6.000% 10/01/21	05/01/2007	7 Paydown		3,205	3,205	3,258	3,257	0	(53)	0	(53)	0	3,205	0	0	0	80	10/01/2021	1.
3128PE-4K-1	FHLMC POOL J03526 MBS 6.000% 10/01/21	06/01/2007	7. Paydown		13,726	13,726	13,953	13,951	0	(225)	0	(225)	0	13,726	0	0	0	412	10/01/2021.	1
3128PE-4P-0	FHLMC Pool J03530 MBS 6.000% 10/01/21	04/01/2007	7. Pavdown		15,655	15,655	15.875	15,873	0	(240)	0	(218)		15 . 655	0		0	313	10/01/2021	
	FHLMC Pool J03530 MBS		.,	-					0	(218)							0			
3128PE-4P-0	6.000% 10/01/21 FHLMC Pool J03530 MBS	05/01/2007	7 Paydown			35,409	35,907	35,902	0	(493)	0	(493)	0	35,409	0	0	0	885	10/01/2021	1.
3128PE-4P-0	6.000% 10/01/21	06/01/2007	7 Paydown		30,481	30,481	30,909	30,905	0	(424)	0	(424)	0	30,481	0	0	0	914	10/01/2021	1.
3128PE-KP-2	FHLMC Pool J03002 (MBS) 5.500% 07/01/2	04/01/2007	7. Paydown		5,386	5,386	5,373	5,373	0	13	0	13	0	5,386	0	0	0	99	07/01/2021.	1.
3128PE-KP-2	FHLMC Pool J03002 (MBS) 5.500% 07/01/2	05/01/2007	7. Pavdown		9,500	9,500	9,478	9,478	0	22	0	22	0	9,500	0	0	0	218	07/01/2021	1
	FHLMC Pool J03002 (MBS)		,			·				45		45		· ·						
3128PE-KP-2	5.500% 07/01/2 FHLMC 1369 CIs H CMO	06/01/2007	7 Paydown		6,513	6,513	6,498	6,498	0		0		0	6,513	0	0	0	179	07/01/2021	1.
312911-T8-3 ₋	. 6.500% 09/15/07 FHLMC 1369 CIs H CMO	04/01/2007	7 Paydown		4,308	4,308	4, 157	4,291	0	17	0	17	0	4,308	0	0	0	93	09/15/2007	1.
312911-T8-3	6.500% 09/15/07	05/01/2007	7 Paydown		4,057	4,057	3,915	4,041	0	16	0	16	0	4,057	0	0	0	110	09/15/2007	1.
312911-T8-3	FHLMC 1369 CIs H CMO 6.500% 09/15/07	06/01/2007	7. Pavdown		3,635	3,635	3.508	3,622	0	14	0	14	0	3.635		0		118	09/15/2007	1
312913-40-6	FHLMC 1449 CIs H CMO	04/01/2007	.,		4,743	4,743	4,676	4,725	^	47	^	47	0	4.743	^	^	0	111	12/15/2007	4
	7.000% 12/15/07 FHLMC 1449 CIs H CMO		1		· ·				0	//	0		0	· ·	0		0			
312913-40-6	7.000% 12/15/07 FHLMC 1449 CIs H CMO	05/01/2007	7 Paydown	-	4,628	4,628	4,563	4,611	0	17	0	17	0	4,628	0	0	0	135	12/15/2007	1.
312913-40-6	7.000% 12/15/07	06/01/2007	7 Paydown	ļ	3,985	3,985	3,928	3,970	0	15	0	15	0	3,985	0	0	0	139	12/15/2007	1.
312915-DN-8	FHLMC 1490 CIs PH CM0 6.250% 04/15/08	04/01/2007	7. Paydown.		9.669	9.669	9,541	9,640	0	29	0	29	0	9,669	0	0	0	201	04/15/2008	11
312915-DN-8	FHLMC 1490 CIs PH CMO	05/01/2007			9,319	9,319	9,195	,	^	20	^	20	0	9,319	^	^	^		04/15/2008.	4
	6.250% 04/15/08 FHLMC 1490 CIs PH CMO			·					J	28	0	Z8			J		0	243		
312915-DN-8	6.250% 04/15/08 FHLMC Pool B19325 (MBS)	06/01/2007	7 Paydown		8,979	8,979	8,860	8,952	0	27	0	27	0	8,979	0	0	0	281	04/15/2008	1.
312972-LE-0	5.000% 05/01/2	04/01/2007	7 Paydown		5,271	5,271	5,164	5,166	0	105	0	105	0	5,271	0	0	0	88	05/01/2020	1.
312972-LE-0	FHLMC Pool B19325 (MBS) 5.000% 05/01/2	05/01/2007	7. Paydown.		17 , 143	17 , 143	16.798	16,803	0	340	0	340	0	17 , 143	0	0	0	357	05/01/2020.	1
	FHLMC Pool B19325 (MBS)				4,966	, .			^	99	^	99	^	, .	^	^	^			
312972-LE-0	5.000% 05/01/2 FHLMC 2430 VL (CMO)	06/01/2007		†····		4,966	4,866	4,868	0		0			4,966	l ^U	⁰	0	124	05/01/2020	1.
31339N-WC-6	6.000% 01/15/18 FHLMC 2430 VL (CMO)	04/01/2007	7 Paydown		58,074	58,074		58,917	0	(843)	0	(843)	0	58,074	0	0	0	1 , 161	06/15/2009	1.
31339N-WC-6	6.000% 01/15/18	05/01/2007	7 Paydown		41,528	41,528	43,929	42,131	0	(603)	0	(603)	0	41,528	0	0	0	1,038	06/15/2009	1
31339N-WC-6	FHLMC 2430 VL (CMO) 6 000% 01/15/18	06/01/2007	7 Pavdown		39 613	39 613	41 903	40 188	0	(575)	0	(575)	0	39 613	0		0	1 188	06/15/2009	1

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1	2 3	4	5	6	Show All Lo	ng-Term Boi	nds and Stoo	k Sold, Rede	eemed or Oth I	erwise Dispos	ed of by the C Book/Adjusted Ca		ng the Current	Quarter	17	18	19	20	21	22
	F.		, and the second		,		3	10	11	12	13	14	15			10	13	20	21	NAIC
CUSIP Identi- fication	o r e i g Description n	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consideration	Par Value	Actual Cost	Prior Year Book/Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amortization)/	Current Year's Other Than Temporary Impairment Recognized	Total Change in B./A.C.V. (11 + 12 - 13)	Total Foreign Exchange Change in B./A.C.V.	Book/ Adjusted Carrying Value at Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/Stock Dividends Received During Year	Maturity Date	Desig- nation or Market Indicator (a)
3133T1-SR-4	FHLMC 1601 PJ (CMO) 6.000% 10/15/08	04/01/2007.	Paydown		20,892	20,892	21,264	20,909	0	(17)	0	(17)	0	20,892	0	0	0	418	10/15/2008	
3133T1-SR-4	FHLMC 1601 PJ (CMO) 6.000% 10/15/08	05/01/2007	Paydown		20,254	20,254	20,615	20,270	0	(16)	0	(16)	0	20,254	0	0	0	506	10/15/2008	
3133T1-SR-4	FHLMC 1601 PJ (CMO) 6.000% 10/15/08	06/01/2007	Paydown		20,005	20,005	20,361	20,021	0	(16)	0	(16)	0	20,005	0	0	0	600	10/15/2008	
3133T4-XM-3	FHLMC 1708 E (CMO) .6.000% 03/15/09	04/01/2007	Paydown		9,819	9,819	9,331	9,714	0	105	0	105	0	9,819	0	0	0	196	03/15/2009	1
3133T4-XM-3	FHLMC 1708 E (CMO) 6.000% 03/15/09 FHLMC 1708 E (CMO)	05/01/2007	Paydown		9,264	9,264	8,803	9,165	0	99	0	99	0	9,264	0	0	0	232	03/15/2009	1
3133T4-XM-3	6.000% 03/15/09 FHLMC 1808 A (CMO)	06/01/2007	Paydown		9,062	9,062	8,612	8,965	0	97	0	97	0	9,062	0	0	0	272	03/15/2009	
3133T6-QQ-7	5.000% 10/15/07 FHLMC 1808 A (CMO)	04/01/2007	Paydown		3,542	3,542	3,324	3,522	0	21	0	21	0	3,542	0	0	0	59	10/15/2007	
3133T6-QQ-7	5.000% 10/15/07 FHLMC 1808 A (CMO)	05/01/2007	Paydown		3,214	3,214	3,016	3,195	0	19	0	19	0	3,214	0	0	0	67	10/15/2007	1
3133T6-QQ-7	5.000% 10/15/07 FNMA 1993-14 A (CMO)	06/01/2007	Paydown		3,048	3,048	2,860	3,030	0	18	0	18	0	3,048	0	0	0	76	10/15/2007	
31358T-TB-5	6.000% 02/25/08 FNMA 1993-14 A (CMO)	04/01/2007	Paydown		39	39	39	39	0	0	0	0	0	39	0	0	0	1	02/25/2008	1
31358T-TB-5	.6.000% 02/25/08 FNMA 1993-93 G (CMO)	05/01/2007	Paydown		16	16	16	16	0	0	0	0	0	16	0	0	0	0	02/25/2008	1
31359A-EG-0	6.750% 05/25/08. FNMA 1993-93 G (CMO)	04/01/2007	Paydown		5,613	5,613	5,642	5,594	0	19	0	19	0	5,613	0	0	0	126	03/25/2008	1
31359A-EG-0	6.750% 05/25/08 FNMA 1993-93 G (CMO)	05/01/2007	Paydown		5,428	5,428	5,456	5,410	0	18	0	18	0	5,428	0	0	0	153	03/25/2008	
31359A-EG-0	.6.750% 05/25/08 FNMA 2002-7 QM (CMO)	06/01/2007	Paydown		5,248	5,248	5,275	5,230	0	18	0	18	0	5,248	0	0	0	177	03/25/2008	
31392B-2R-6	6.000% 02/25/20 FNMA 2002-7 QM (CMO)	04/01/2007	Paydown		21,561	21,561	21,709	21,493	0	69	0	69	0	21,561	0	0	0	431	07/25/2007	
31392B-2R-6	6.000% 02/25/20 FNMA 2003-10 PL (CMO)	05/01/2007	Paydown		20,730	20,730	20,872	20,664	0	66	0	66	0	20,730	0	0	0	518	07/25/2007	
31392H-KK-8	.4.000% 05/25/26 FNMA 2003-10 PL (CMO)	04/01/2007	Paydown		41,915	41,915	41,496	41,732	0	182	0	182	0	41,915	0	0	0	559	05/25/2026	1
31392H-KK-8	4.000% 05/25/26 FNMA 2003-10 PL (CMO)	05/01/2007	Paydown		28,612	28,612	28,326	28,488	0	124	0	124	0	28,612	0	0	0	477	05/25/2026	1
31392H-KK-8	4.000% 05/25/26 FNMA 2003-15 CP (CMO)	06/01/2007	Paydown		42,393	42,393	41,969	42,209	0	184	0	184	0	42,393	0	0	0	848	05/25/2026	
31392J-LK-3	4.500% 12/25/26 FNMA 2003-15 CP (CMO)	04/01/2007	Paydown		24,335	24,335	24,487	24,297	0	38	0	38	0	24,335	0	0	0	365	02/25/2008	
31392J-LK-3 31392J-LK-3	.4.500% 12/25/26 FNMA 2003-15 CP (CMO) 4.500% 12/25/26	05/01/2007	Paydown		23,367	23,367	23,513	23,330	0	36	0		0	23,367		0	0	438	02/25/2008	
31392J-LK-3	FHLMC 2548 HA (CMO) 4.500% 01/15/10	04/01/2007	Paydown			14,096	21,074	14,072		24				14,096				471	02/25/2006	
31393H-UF-7	FHLMC 2548 HA (CMO) 4.500% 01/15/10	05/01/2007	Paydown		24,452	24,452	24,410	24,410		42		42	0	24,452	0	0	0	458	01/15/2010	1
31393H-UF-7	FHLMC 2548 HA (CMO) 4.500% 01/15/10	06/01/2007	Paydown	Ī	23,191	24,432	23,152	24,410	n	40	n	40	n	24,432	n	0	0	522	01/15/2010	1
31393K-F7-5	FHLMC 2572 HG (CMO) 4.500% 02/15/17	04/01/2007.	Paydown		20,151	20,255	20,065	20,138	0	117	0	117	0	20,255	0	0	0	304	02/15/2017	
31393K-F7-5	FHLMC 2572 HG (CMO) 4.500% 02/15/17	05/01/2007.	Paydown		18,579	18,579	18,405	18,471	0	108	0	108	0	18,579	0	0	0	348	02/15/2017	
31393K-F7-5	FHLMC 2572 HG (CMO) 4.500% 02/15/17	06/01/2007	Paydown.		19,965	19,965	19,777	19,849	0	116	0	116	0	19,965	0	0	0	449	02/15/2017	1
31393K-FA-8	FHLMC 2572 HK (CMO) 4.000% 02/15/17	04/01/2007	Paydown.		20,255	20,255	20,151	20,180	0	75	0	75	0	20,255	0	0	0	270	02/15/2017	11
31393K-FA-8	FHLMC 2572 HK (CMO) 4.000% 02/15/17	05/01/2007.	Paydown		18,579	18,579	18,483	18,510	0	69	0	69	0		0	0	0	310	02/15/2017	1
31393K-FA-8	FHLMC 2572 HK (CMO) 4.000% 02/15/17	06/01/2007	Paydown		19,965	19,965	19,862	19,890	0	74	0	74	0	19,965	0	0	0	399	02/15/2017	1
31395W-WF-0	FHLMC 3012 TM (CMO) 4.500% 03/15/25	04/01/2007	Paydown		21,889	21,889	21,830	21,838	0	50	0	50	0	21,889	0	0	0	328	03/15/2025	1
31395W-WF-0	FHLMC 3012 TM (CMO) 4.500% 03/15/25	05/01/2007.	Paydown		22,425	22,425	22,365	22,373	0	52	0	52	0	22,425	0	0	0	420	03/15/2025	

SCHEDULE D - PART 4

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_	1		1		Show All Lo	ng-Term Boı	nds and Sto		eemed or Oth	erwise Dispos			ng the Current						1	
1	2	3 4	5	6	7	8	9	10		Change in E	ook/Adjusted Ca	rrying Value	Į.	16	17	18	19	20	21	22
		F							11	12	13	14	15	Dools/				Dand		NAIC Desig-
CUSIP Identi- fication	Description	e i g Disposal n Date	Name of Purchaser	Number of Shares of Stock	Consideration	Par Value	Actual Cost	Prior Year Book/Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amortization)/	Current Year's Other Than Temporary Impairment Recognized	Total Change in B./A.C.V. (11 + 12 - 13)	Total Foreign Exchange Change in B./A.C.V.	Book/ Adjusted Carrying Value at Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/Stock Dividends Received During Year	Maturity Date	nation or Market Indicator (a)
31395W-WF-0	FHLMC 3012 TM (CMO) 4.500% 03/15/25	06/01/200	7. Paydown.		22,951	22,951	22,890	22,898	,	53	0	53	0			0		516	03/15/2025.	1
31402Q-R6-0	FNMA Pool 735009 (MBS) 5.000% 05/01/19.	04/01/200	ŕ		19,123	19,123	18,788	18,793	0	330	0	330	0	19,123	0	0	0	319	05/01/2019.	1
31402Q-R6-0	FNMA Pool 735009 (MBS) 5.000% 05/01/19.	05/01/200	1		16,547	16.547	16,257	16,262	0	285	0	285	0	16.547	0	0	0	345	05/01/2019.	1
31402Q-R6-0	FNMA Pool 735009 (MBS) 5.000% 05/01/19	06/01/200	,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,		16,929	16,929		16,637		292		292		16,929					05/01/2019.	4
	FNMA Pool 835470 (MBS)		ŕ				16,633									0		423		
31407N-FK-4	5.000% 09/01/20. FNMA Pool 835470 (MBS)	04/01/200		†	12,330	12,330	12,080	12,083		247		247		12,330				206	09/01/2020.	
31407N-FK-4	5.000% 09/01/20. FNMA Pool 835470 (MBS)	05/01/200	ŕ		27,790	27,790	27 ,225	27,233		557	0	557	0	27,790	0		0	579	09/01/2020.	
31407N-FK-4	5.000% 09/01/20 FNMA Pool 839093 (MBS)	06/01/200	,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,		9,907	9,907	9,706	9,709		199	0	199	0	9,907	0	0	0	248	09/01/2020.	11
31407S-GA-4	5.000% 10/01/20. FNMA Pool 839093 (MBS)	04/01/200	ŕ		24,327	24,327	23,852		0	469	0	469	0	24,327	0	0	0	405	10/01/2020.	1
31407S-GA-4	5.000% 10/01/20 FNMA Pool 839093 (MBS)	05/01/200	ŕ		9,449	9,449	9,265		0	182	0	182	0	9,449	0	0	0	197	10/01/2020.	
31407S-GA-4	5.000% 10/01/20 FNMA Pool 893455 (MBS)	06/01/200	ŕ		13,642	13,642	13,375	13,379	0	263	0	263	0	13,642	0	0	0	341	10/01/2020.	1
31410P-TL-7	5.500% 09/01/21 FNMA Pool 893455 (MBS)	04/01/200	.,		5,745	5,745	5,721	5,721	0	24	0	24	0	5,745	0	0	0	105	09/01/2021.	1
31410P-TL-7	5.500% 09/01/21 FNMA Pool 893455 (MBS)	05/01/200	ŕ		43,519	43,519	43,335	43,335	0	183	0	183	0	43,519	0	0	0	997	09/01/2021.	1
31410P-TL-7	5.500% 09/01/21 FNMA Pool 900724 (MBS)	06/01/200	7 Paydown		33,156		33,016	33,016	0	140	0	140	0	33 , 156	0	0	0	912	09/01/2021.	
31410X-VR-4	5.500% 08/01/21 FNMA Pool 900724 (MBS)	04/01/200	7 Paydown		14,263	14,263	14,264	14,264	0	(1)	0	(1)	0	14,263	0	0	0	261	08/01/2021.	11
31410X-VR-4	5.500% 08/01/21 FNMA Pool 900724 (MBS)	05/01/200	7 Paydown		6,476	6,476	6,477	6,477	0	0	0	0	0	6,476	0	0	0	148	08/01/2021.	11
31410X-VR-4_	5.500% 08/01/21 GNMA Pool 283327 (MBS)	06/01/200	7 Paydown	ļ	11,535	11,535	11,535	11,535	0	0	0	0	0	11,535	0	0	0	317	08/01/2021.	1
36220N-VU-8	9.000% 12/15/19 GNMA Pool 283327 (MBS)	04/01/200	7 Paydown		60	60	60	60	0	0	0	0	0	60	0	0	0	2	12/15/2019.	1
36220N-VU-8	9.000% 12/15/19 GNMA Pool 283327 (MBS)	05/01/200	7 Paydown		63	63	63	63	0	0	0	0	0	63	0	0	0	2	12/15/2019.	1
36220N-VU-8	9.000% 12/15/19. GNMA 2001-6 PM (CMO)	06/01/200	7 Paydown		64	64	64	64	0	0	0	0	0	64	0	0	0	3	12/15/2019.	11
383739 - RL - 5	6.500% 06/16/30 GNMA 2001-6 PM (CMO)	04/01/200	7 Paydown		13,020	13,020	13,395	13,068	0	(47)	0	(47)	0	13,020	0	0	0	282	12/16/2008.	11
383739 - RL - 5	6.500% 06/16/30 GNMA 2001-6 PM (CMO)	05/01/200	7 Paydown		13,911	13,911	14,311	13,962	0	(50)	0	(50)	0	13,911	0	0	0	377	12/16/2008.	11
383739 - RL - 5	6.500% 06/16/30 GNMA 2003-77 TG (CMO)	06/01/200	7 Paydown		14,465	14,465	14,881	14,517	0	(52)	0	(52)	0	14 , 465	0	0	0	470	12/16/2008.	1
38374B-3V-3	5.000% 05/16/30 GNMA 2003-77 TG (CMO)	04/01/200	7 Paydown	ļ	58,830	58,830	59,730	59,049	0	(219)	0	(219)	0	58,830	0	0	0	980	07/16/2009.	1
38374B-3V-3	5.000% 05/16/30	05/01/200	7 Paydown	-	54,099	54,099	54,928	54,301	0	(202)	0	(202)	0	54,099	0	0	0	1 , 127	07/16/2009.	1
38374B-3V-3	5.000% 05/16/30	06/01/200	7. Paydown.				68,573 1,532,985		0	(252)	0	(252)	0		0	0	0	1,688	07/16/2009.	1 XXX
	Bonds - Special Revenues Credit Based Asset Serv				, , , , , , , ,	7		1,525,108	1	4,488	0	4,488	0	1,529,656	0	U	U	33,001	XXX	
1248MB-AG-0	2007-CB2 A2A ABS Credit Based Asset Serv	04/01/200	7 Paydown		90,898	90,898	90,897	0	0	1	0	1	0	90,898	0	0	0	892	02/25/2037.	1FE
1248MB-AG-0	2007-CB2 A2A ABS Credit Based Asset Serv	05/01/200	1					0	0	1	0	1	0	75,463	0	0	0	1,111	02/25/2037.	1FE
1248MB-AG-0	2007-CB2 A2A ABS. CSAB Mtg 2006-3 A1A CMO	06/01/200	7. Paydown	ł		70,779	70,778	0	0	1	0	1	0	70,779	0	0	0	1,390	02/25/2037.	1FE
12628K-AA-0	6.000% 11/25/3CSAB Mtg 2006-3 A1A CMO	04/01/200	7 Paydown	ł	21,398	21,398	21,397	21,388	0	10	0	10	0	21,398	0	0	0	428	11/25/2036.	1FE
12628K-AA-0	6.000% 11/25/3 CSAB Mtg 2006-3 A1A CMO	05/01/200	7 Paydown		26,720	26,720	26,719	26,707	0	13	0	13	0	26,720	0	0	0	668	11/25/2036.	1FE
12628K-AA-0	6.000% 11/25/3 Citicorp Res Mtg 2006-2	06/01/200	7 Paydown		25,538	25,538	25,537	25,525	0	12	0	12	0	25,538	0	0	0	766	11/25/2036.	1FE
17310E-AA-6	A1A ABS 5.872%	04/01/200	7. Paydown	1	61,580	61,580	61,579	61,578	0	2	0	2	0	61,580	0	0	0	1,205	09/25/2036.	1FE

SCHEDULE D - PART 4

Show All Long-Term Bonds and Stock Sold, Redeemed or Otherwise Disposed of by the Company During the Current Quarter

1	2 :	3 4	5	6	7	8	9	10		Change in E	ook/Adjusted Ca	arrying Value		16	17	18	19	20	21	22
									11	12	13	14	15							
	F	=							11	12	13	14	15							NAIC
		0																		Desig-
		ŗ						Prior Year	Unrealized		Current Year's Other Than		Total Foreign	Book/ Adjusted	Foreign			Bond Interest/Stock		nation
CUSIP		íl		Number of				Book/Adjusted	Valuation	Current Year's	Temporary	Total Change in	Exchange	Carrying Value		Realized Gain	Total Gain	Dividends		Market
Identi-	9	Disposal		Shares of				Carrying	Increase/	(Amortization)/	Impairment	B./A.C.V.	Change in	at	(Loss) on	(Loss) on	(Loss) on	Received	Maturity	Indicator
fication	Description I	n Date	Name of Purchaser	Stock	Consideration	Par Value	Actual Cost	Value	(Decrease)	Accretion	Recognized	(11 + 12 - 13)	B./A.C.V.	Disposal Date	Disposal	Disposal	Disposal	During Year	Date	(a)
17310E-AA-6	Citicorp Res Mtg 2006-2 A1A ABS 5.872%	05/01/2007.	Paydown		47 , 135	47 , 135	47 , 135	47 , 134	0	2	0	2	0	47 , 135	0	0	0	1, 153	09/25/2036.	51FE
17210F AA 6	Citicorp Res Mtg 2006-2 A1A ABS 5.872%	06/04/2007	Douglawa		60 , 589	60 500	60 500	60 , 587	0	2	0	2	0	60,589		0	0	1 770	00/05/0000	455
17 3 TUE - AA - O	Comerica Bank Corporate	06/01/2007.	. Paydown			60,589	60 , 589					∠	0		0	0	0	1,779	09/25/2036.	
200339-AP-4	Note Non Callabl	06/15/2007.	. Maturity		1,000,000	1,000,000	995,127	999,608	0	392	0	392	0	1,000,000	0	0	0	36 , 250	06/15/2007.	'1FE
369622-CM-5	Corp Corporate Note	05/21/2007.	. Maturity		1,000,000	1,000,000	1,142,683	1,011,010	0	(11,010)	0	(11,010)	0	1,000,000	0	0	0	43,750	05/21/2007.	'1FE
43709P-AB-4	Home Equity Mtg 2006-5 A1 ABS 5.500% 0	04/25/2007.	Paydown		54.129	54,129	54.095	54.099	0	30	0	30	0	54, 129	0	0	0	992	01/25/2037.	'1FE
	Home Equity Mtg 2006-5			†	,		, , , , ,	, , , , , , , , , , , , , , , , , , , ,												
43709P-AB-4	A1 ABS 5.500% 0 Home Equity Mtg 2006-5	05/25/2007.	Paydown		46,939		46,910	46,913	0	26	0	26	0	46,939	0	0	0	1,076	01/25/2037.	'1FE
43709P-AB-4	A1 ABS 5.500% 0	06/25/2007.	Paydown		50,571	50,571	50,540	50,544	0	28	0	28	0	50,571	0	0	0	1,391	01/25/2037.	'1FE
466302-AA-4	JP Morgan Chase 2006-S4 A1A CMO 5.440%	04/25/2007.	Paydown						0	4	0	4	0	84 . 559	0		0	1,533	12/25/2036.	31FE
	JP Morgan Chase 2006-S4							·	_			,		·						
466302-AA-4	A1A CMÓ 5.440%	05/25/2007.	. Paydown	†	93,386	93,386	93,382	93,382	0	4	0	4	0	93,386	0	0	0	2, 117	12/25/2036.	61FE
466302-AA-4	A1A CMÖ 5.440%	06/25/2007.	. Paydown		69,343	69,343		69,340	0	3	0	3	0	69,343	0	0	0	1,886	12/25/2036.	31FE
46630L - AA - 2	JP Morgan Mtg 2007-CH1 AF1A ABS 5.400%	04/25/2007.	Paydown		33,428	33,428		0	0	0	0	0	0	33,428	0	0	0	216	11/25/2036.	61FE
466301 44 3	JP Morgan Mtg 2007-CH1 AF1A ABS 5.400%				27 222		27 222	0	0	0	0		0	27 , 222		0	0	298		
4003UL - AA - Z	JP Morgan Mtg 2007-CH1	05/25/2007.	Paydown	†	27 , 222	27,222	27 , 222	0	0	0	0	0	0		0	0	0	290	11/25/2036.	
	AF1A ABS 5.400% Morgan Stanley Cap 2006-	06/25/2007.	. Paydown		30,350	30,350	30,350	0	0	0	0	0	0	30,350	0	0	0	473	11/25/2036.	31FE
	IQ12 A1 CMO COMM	04/01/2007.	. Paydown		6,208	6,208	6,223	6,223	0	(15)	0	(15)	0	6,208	0	0	0	109	10/15/2011.	I1FE
61750W-AR-4	Morgan Stanley Cap 2006- IQ12 A1 CMO COMM.	05/01/2007.	Paydown		7,301	7,301	7,319	7,318	0	(18)	0	(18)	0	7,301	0	0	0	160	10/15/2011.	11FE
	Morgan Stanley Cap 2006-									,		,		·						
61750W-AR-4	IQ12 A1 CMO COMM	06/01/2007.	Paydown		6,278	6,278	6,294	6,294	0	(15)	0	(15)	0	6,278	0	0	0	165	10/15/2011.	l1FE
	Note Non Callable	05/15/2007.	. Maturity		2,000,000	2,000,000	1,997,820	1,999,724	0	276	0	276	0	2,000,000	0	0	0	32,000	05/15/2007.	'1FE
	Renaissance Home Equity 2006-4 AF1 ABS.	04/01/2007.	Paydown		48.380	48,380	48.380	48.380	0	0	0	0	0	48,380	0	0	0		01/25/2037.	'1FE
	Renaissance Home Equity							·	0	0			^			0	0	4 044		
75970H-AD-2	2006-4 AF1 ABS Renaissance Home Equity	05/01/2007.	Paydown	†	69,724	69,724	69,724	69,724		0	0	0	0	69,724	0	0	0	1,611	01/25/2037.	'1FE
75970H-AD-2	2006-4 AF1 ABS Soundview Home Eq 2007-	06/01/2007.	. Paydown		63,819	63,819	63,819	63,819	0	0	0	0	0	63,819	0	0	0	1,769	01/25/2037.	'1FE
83612Q-AA-6	NS1 A1 ABS 5.44	04/25/2007.	. Paydown		15,469	15,469	15,469	0	0	0	0	0	0	15,469	0	0	0	112	01/25/2037.	'1FE
83612Q-AA-6	Soundview Home Eq 2007- NS1 A1 ABS 5.44	05/25/2007.	. Paydown.		43,604	43,604	43,604	n	0	0	0	0	0	43,604	0	0	0	514	01/25/2037.	'1FE
	Soundview Home Eq 2007-								0											
	NS1 A1 ABS 5.44 onds - Industrial and Misce		Paydown		19,740 5,250,551	19,740 5,250,551	19,740 5.386.117	4.853.852	0	(10.252)	00	(10.252)	0	19,740 5,250,551	0	0	0	325 137 .035	01/25/2037. XXX	71FE
	onds - Part 4	Traneous			6.780.207	6.780.207	6.919.101	6.379.020	0	(5.764)	0		0	6.780.207	0		0	170.036	XXX	XXX
	otal - Bonds				6,780,207	6,780,207	6,919,101	6,379,020	0	(5,764)	0	(5,764)	0	6,780,207	0	0	0	170,036	XXX	XXX
	otal - Preferred Stocks otal - Common Stocks				0	XXX	0	0	0	0	0	0	0	0	0	0	0	0	XXX	XXX
	otal - Common Stocks otal - Preferred and Commor	Stocks			0	XXX	0	0	0	0	0	Ů	0	0	0	0	0	0	XXX	XXX
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7499999 T	otals				6,780,207	XXX	6,919,101	6,379,020	0	(5,764)	0	(5,764)	0	6,780,207	0	0	0	170,036	XXX	XXX

(a) For all common stock bearing the NAIC market indicator "U" provide: the number of such issues

Schedule DB - Part A - Section 1

NONE

Schedule DB - Part B - Section 1

NONE

Schedule DB - Part C - Section 1

NONE

Schedule DB - Part D - Section 1

NONE

SCHEDULE E - PART 1 - CASH Month End Depository Balances

		h End De	ository Balance	S				
1	2	3	4	5	Book B	Balance at End of During Current Q	Each	9
Depository	Code	Rate of	Amount of Interest Received During Current Quarter	Amount of Interest Accrued at Current Statement Date	6	7	8	
LIP Morgan Chase New York NY	Code	Interest0.000	0	0	3 772 654	Second Month689,601	741 753	XXX
JP Morgan Chase		0.000	0	0	10,885	11,196	10,951	XXX
0199998 Deposits in depositories that do not exceed the allowable limit in any one depository								
(see Instructions) - Open Depositories	XXX	XXX						XXX
0199999 Totals - Open Depositories	XXX	XXX			3,783,539	700,797	752,704	
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0399999 Total Cash on Deposit	XXX	XXX			3,783,539	700,797	752,704	XXX
0499999 Cash in Company's Office	XXX	XXX	XXX	XXX	5,700,000	100,101	702,704	XXX
0599999 Total	XXX	XXX			3,783,539	700,797	752,704	
					.,,			

SCHEDULE E - PART 2 CASH EQUIVALENTS

		Sh	owing Investments Owned End o	of Current Quarter			
1	2	3	4	5	6	7	8
					Book/Adjusted	Amount of Interest	
Description	Code	Date Acquired	Rate of Interest	Maturity Date	Carrying Value	Due and Accrued	Gross Investment Income
US Treasury Bill US Treasury Bill US Treasury Bill US Treasury Bill US Treasury Bill		06/14/2007	4.490	07/05/2007		0	52,980
US Treasury Bill	***************************************	06/21/2007	4 . 150	07/12/2007		0	69.079
US Treasury Bill		06/26/2007	4.350	07/19/2007	24,945,592	0	15,071
US Treasury Bill		06/27/2007	4.225	07/26/2007		0	
,							
						_	
0199999 Total Cash Equivalents					115,988,872	0	139,290

STATEMENT AS OF JUNE 30, 2007 FOR UNITEDHEALTHCARE PLAN OF THE RIVER VALLEY, INC.

EXHIBIT 2 - ACCIDENT AND HEALTH PREMIUMS DUE AND UNPAID

Individually list all debtors with account balances the greater of 10% of gross Premiums Receivable or \$10,000.

Name of Debtor		1-30 Days		31-60 Days_		61-90 Days	0	ver 90 Days	N	on Admitted		Admitted
Total Individuals		<u> </u>		-		_		-		-		
Group subscribers:												
TENNCARE - EAST		\$3,106,674.88		\$0.00		\$0.00		\$0.00		•	\$	3,106,674.88
TENNCARE - MIDDLE TN		\$12,352,148.42		\$0.00	ļ	\$0.00		\$0.00	\$	-	\$	12,352,148.42
	4				_				_			
		·	-		-			 				
	╁		-		╁╌						-	
Group subscriber subtotal	\$	15,458,823.30	\$	-	\$	-	\$	-	\$	-	\$	15,458,823.30
Premiums due and unpaid not individually listed	\$	878,206.85	\$	8,106.61	\$	33,415.11	\$\$	168,268.03	\$	168,268.03	69	919,728.58
Total group	\$	16,337,030.15	\$	8,106.61	\$	33,415.11	\$	168,268.03	\$	168,268.03	\$	16,378,551.88
Premiums due and unpaid from Medicare entities	\$		\$		\$	-	\$	221,430.52	\$	-	\$	221,430.52
Premiums due and unpaid from Medicaid entities	\$	-	\$	-	\$	-	\$	<u> </u>	\$	-	\$	-
Accident and health premiums due and unpaid (Page 2, Line 13.1)	\$	16,337,030.15	\$	8,106.61	\$	33,415.11	\$	389,698.55	\$	168,268.03	\$	16,599,982.40

\$ 16,768,250.43

10% Threshold \$ 1,676,825.04

EXHIBIT 3 - HEALTH CARE RECEIVABLES

Name of Debtor	1 1 - 30 Days	2 31 - 60 Days	3 61 - 90 Days	4 Over 90 Days	5 Non-Admitted	6 Admitted
INDIVIDUALLY LISTED RECEIVABLES						
NONE						
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(3,093,000)

STATEMENT AS OF JUNE 30, 2007 OF UNITEDHEALTHCARE PLAN OF THE RIVER VALLEY EXHIBIT 5 - AMOUNTS DUE FROM PARENT, SUBSIDIARIES AND AFFILIATES

	1	2	3	4	5	Admit	ted
Name of Debtor	1 • 30 Days	31 - 60 Days	61 - 90 Days	Over 90 Days	Non-Admitted	6 Current	7 Non-Current
AMOUNTS DUE FROM AFFILIATES							
JnitedHealthcare Services Company of the River Valley							
CNE	<u> </u>		***************************************		-	•	······································

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0000 NDN/DIALIV 10772 5700 1000							***************************************
9999 INDIVIDUALLY LISTED RECEIVABLES	_ [0	0	0			
9999 RECEIVABLES NOT INDIVIDUALLY LISTED 9999 TOTAL GROSS AMOUNTS RECEIVABLE					o	0	